

ARTICLES OF INCORPORATION.
OF
KIWANIS CLUB OF HAGERSTOWN, MARYLAND, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Atlee F. MacDonald, whose post office address is Hagerstown, Maryland, Edwin H. Miller, whose post office address is Hagerstown, Maryland, and Bruce C. Lightner, whose post office address is Hagerstown, Maryland, all being of full legal age, do, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

SECOND: The name of the corporation (which is hereinafter called the "Corporation") is: "KIWANIS CLUB OF HAGERSTOWN, MARYLAND, INC."

THIRD: The purposes for which the Corporation is formed and the business or objects to be carried on and promoted by it are as follows:

- (a) To give primacy to the human and spiritual rather than to the material values of life.
- (b) To encourage the daily living of the Golden Rule in all human relationships.
- (c) To promote the adoption and the application of higher social, business, and professional standards.
- (d) To develop, by precept and example, a more intelligent aggressive, and serviceable citizenship.
- (e) To provide through Kiwanis Clubs, a practical means to form enduring friendships, to render altruistic service, and to build better communities.
- (f) To cooperate in creating and maintaining that sound public opinion and high idealism which make possible the increase of righteousness, justice, patriotism, and good will.
- (g) For the purposes aforesaid, to take over the assets, rights and franchises of the unincorporated club, known as the Kiwanis Club of Hagerstown, Maryland, and its members.
- (h) To do all such things as are incidental or conducive to the attainment of the above objects, including the engaging in or carrying on of any other business which may be conveniently conducted in conjunction therewith.

(1) To manufacture, purchase or otherwise acquire, own, mortgage, pledge, sell, assign and transfer or otherwise dispose of, to invest, trade, deal in and deal with, goods, wares and merchandise, and real and personal property of every class and description wheresoever situated.

FOURTH: The post office address of the place at which the principal office of the Corporation in this State will be located is: Hagerstown, Maryland. The resident agent of the Corporation is: Bruce C. Lightner, whose post office address is No. 504 Second National Bank Building, Hagerstown, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation is formed without capital stock for mutual purposes, and non-profit, and any person eligible under the by-laws of the Corporation shall become a member thereof upon payment of such sum and at such time as may be set forth in the by-laws.

SIXTH: The number of directors of the Corporation shall be twelve. The following persons shall act as directors of the Corporation until the first annual meeting, or until their successors are duly elected by the membership of the Corporation as defined in the by-laws of the Corporation: Atlee F. MacDonald, Albert T. Powell, Bruce C. Lightner, John G. Rupprecht, Warren H. Bitner, Dr. W. Ross Cameron, Frederick A. Tooma, Woodford T. Norment, Paul H. Fryer, Raymond Z. Hixon, Edwin H. Miller and Joseph B. Schindel.

SEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we, Atlee F. MacDonald, Edwin H. Miller and Bruce C. Lightner, being all of the incorporators hereinabove named, have hereunto set our respective hands and seals this 31st day of May, 1956.

WITNESS:

Sammie E. Kellas
Sammie E. Kellas

Atlee F. MacDonald (SEAL)
Atlee F. MacDonald

Sammie E. Kellas
Sammie E. Kellas

Edwin H. Miller (SEAL)
Edwin H. Miller

Sammie E. Kellas
Sammie E. Kellas

Bruce C. Lightner (SEAL)
Bruce C. Lightner

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 31st day of May, 1956, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Atlee F. MacDonald, Edwin H. Miller and Bruce C. Lightner, and severally acknowledged

the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Notarial Seal the day and year last above written.



Sammie E. Kellas
Notary Public
Sammie E. Kellas

My commission expires May 6, 1957.

ARTICLES OF INCORPORATION

OF

KIWANIS CLUB OF HAGERSTOWN, MARYLAND, INC.

approved by the State Tax Commission of Maryland

June 4, 1956

and

received for record

June 4, 1956

at 9:00

o'clock A. M. as

in conformity with law and ordered recorded.

A 5386

APPROVAL RECORDED IN
MINUTES - CORPORATE LEDGER

Commissioners

Recorded in Liber 175, folio 322 one of the Charter Records of the State Tax Commission of Maryland.

Capital

Increase of Capital

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.



[Signature]
Secretary

At
Liber
one of

Recorded January 31, 1957 at 9:45 A.M. Liber 7

VALENTINE'S, INC.

ARTICLES OF INCORPORATION

(Under Section 4)

FIRST: We, the Undersigned, Richard H. Sweeney, whose post office address is 131 South Prospect Street, Hagerstown, Maryland, W. Warren Stultz, whose address is 121 Manse Road, Hagerstown, Maryland, and Betty J. Phenicie, whose post office address is 2010 Virginia Avenue, Hagerstown, Maryland, each being at least twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation is VALENTINE'S, INC.

THIRD: The purposes for which the Corporation is formed and the business or objects to be carried on and promoted by it are as follows:

(1) To buy and sell at wholesale or retail any and every type of beverages, alcoholic or non alcoholic, in bottles, cans, kegs or containers of any kind or description.

(2) To bottle, package, blend or otherwise process and manufacture beverages of every kind and description.

(3) To acquire the good-will, rights and property and to undertake the whole or any part of the assets or liabilities of any person, firm, business, association or corporation; to pay for the same in cash, the stock of this corporation, bonds, or otherwise; to hold or in any manner to dispose of the whole or any part of the property so purchased; to conduct in any lawful manner the whole or any part of any business so acquired, to exercise all the powers necessary or convenient in and about the conduct and management of such business.

(4) To apply for, purchase or in any manner to acquire and to hold or use or operate or sell or in any manner dispose of and to grant license or other rights in respect of and in any manner deal with any and all rights, inventions, improvements and processes used in connection with or secured under licenses, patent or copyrights of the U.S. or other countries, or otherwise, and to work, operate or develop the same and to carry on business,

manufacturing, or otherwise which may be deemed to directly or indirectly effectuate these objects or any of them.

(5) To manufacture or to purchase or acquire in any lawful manner, and to hold, own, mortgage, pledge, sell, rent, transfer or in any manner dispose of and to deal and trade in goods, wares, merchandise and property of any and every class and description and in any part of the world.

(6) To guarantee, purchase, hold, sell, assign, transfer, mortgage, pledge, or otherwise dispose of the shares of the capital stock of or any bonds, securities, or other evidences of indebtedness issued or created by any other corporation or corporations of this state or any other state, country, nation or government, and while owner of said stock, to exercise all of the rights, powers, and privileges of ownership, including the right to vote thereon to the same extent as natural persons might or could do.

(7) To enter into, make or perform contracts of every kind and with any persons, firm, association or corporation, municipal body politic, county, territory, state, national government, or colony or dependency thereof, and without limits as to amount, to draw, make, accept, endorse, discount its own paper, execute and issue promises, any notes, drafts, bills of exchange, warrants, bonds, mortgages, debentures, and other negotiable or transferable instruments and evidences of indebtedness, whether secured by mortgage or otherwise as well as to secure the same by mortgage or otherwise, so far as may be permitted by the laws of the State of Maryland.

(8) In general to carry on any lawful business and to have and exercise all powers conferred by the General Laws of the State of Maryland upon corporations formed thereunder and to exercise and enjoy all powers, rights and privileges granted to or conferred upon corporations of this character by said General Laws now or hereafter in force; the enumeration of certain powers as herein specified not being intended to exclude any such other

powers, rights and privileges.

FOURTH: The post office address of the principal office of the Corporation in this State is 19 North Jonathan Street, Hagerstown, Maryland. The name and post office address of the resident agent of the Corporation in this State are: Richard H. Sweeney, 131 South Prospect Street, Hagerstown, Maryland, who is a citizen of Maryland and actually resides therein.




FIFTH: The total amount of authorized capital stock of the Corporation is One Hundred Thousand (\$100,000.00) Dollars per value divided into Ten Thousand (10,000) Shares of the par value of Ten (\$10.00) Dollars per share.

SIXTH: The number of directors of the Corporation shall be three (3) which number may be increased or decreased pursuant to the bylaws of the Corporation, but shall never be less than three; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are Richard H. Sweeney, W. Warren Stultz and Betty J. Phenicie.

SEVENTH: The duration of this Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on June 25, 1956.

WITNESS:

1. 
Richard H. Sweeney
2. 
W. Warren Stultz
3. 
Betty J. Phenicie

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY that on June 25, 1956, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Washington, personally appeared Richard H. Sweeney, W. Warren Stultz and Betty J. Phenicie and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and seal, the day and year last above

written.



Betty J. Phenicie
Betty J. Phenicie
Notary Public
Comm. expires: May 6, 1957

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ARTICLES OF INCORPORATION

OF

VALENTINE'S, INC.

approved by the State Tax Commission of Maryland June 26, 1956 and
received for record June 26, 1956 at 9:00 o'clock A. M. as
in conformity with law and ordered recorded.

A 5577

APPROVAL RECORDED IN
MINUTES - CORPORATE LEDGER

Commissioners

Recorded in Liber *F-5*, folio *1384*, one of the Charter Records of the State Tax
Commission of Maryland.

Capital

Increase of Capital

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.



Edward W. Ward
Secretary

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At

521 8
5/17/56 - 9:00 a.m. 8
Recorded January 31, 1957 at 9:45 A.M. Liber 7

ARTICLES OF INCORPORATION

"THE LEITERSBURG RURITAN VOLUNTEER FIRE COMPANY"

THIS IS TO CERTIFY that we, the subscribers, RENE G. GALMICHE, CALVIN SHOOP, WILBERT R. SOMERLADE and RICHARD STOUFFER, all of whose Post Office address is R. F. D. # 5, Hagerstown, Washington County, Maryland, all being of at least 21 years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of a Corporation, associate ourselves with the intention of forming a corporation by the execution and filing of these Articles.

1. That the name of the Corporation is

"THE LEITERSBURG RURITAN VOLUNTEER FIRE COMPANY".

2: The purposes for which the Corporation is formed are as follows:

A-To organize and operate an association to protect the property and lives and citizens of said Leitersburg and Community by extinguishing, preventing and/or suppressing fires.

B- No part of the net earnings of this association shall inure to the benefit of any member, shareholder or other individual but the earnings shall be used exclusively for the purpose of furthering the interests as above set forth.

C- For the General purposes aforesaid and limits to those purposes, the Corporation shall have the following powers and purposes:

(1) To carry on in the Community all things that would benefit the Community in general.

(2) That in carrying out the objects and purposes of this Corporation it shall have the power to purchase, lease or otherwise, fire apparatus of any description and to operate and maintain a fire alarm system and to conduct the business of providing protection against fire and conflagration; to purchase, sell, mortgage, lease and maintain and invest in and deal in real estate to the extent that the equipment and merchandise so purchased shall be well housed, and to engage in any other activities necessary for the providing of fire protection and the general welfare of the Community.

3. The Corporation is not authorized to issue any Capital Stock.

4. The principal office of the said Corporation shall be located in Leitersburg, Washington County, Maryland.

5. That Rene G. Galmiche is the resident agent of the said The Leitersburg Ruritan Volunteer Fire Company, and his address is Route No. 5, Hagerstown, Washington County, Maryland, and that he is a citizen and actually resides in the State of Maryland.

6. The said Corporation shall have a standing Committee, consisting of five members, and their names are

- | | | |
|----------------|---------|-----------------|
| John Smith | Rt. # 5 | Hagerstown, Md. |
| Leshar Oaks | Rt. # 5 | Hagerstown, Md. |
| Marshal Stoner | Rt. # 5 | Hagerstown, Md. |
| James Rodgers | Rt. # 5 | Hagerstown, Md. |
| William Snoop | Rt. # 5 | Hagerstown, Md. |

who are all citizens of the State of Maryland, and reside in the Vicinity of Leitersburg, an unincorporated Town in Maryland, all of whom are of full age, who shall act as such standing Committee to manage the affairs of the Corporation until the First Annual Meeting at which time the By-Laws and Constitution shall be adopted or until their successors are duly chosen and qualified. The number of Committeemen may be changed in such lawful manner as the Constitution and By-Laws may from time to time provide.

IN WITNESS WHEREOF, We have hereunto set our hands and affixed our Seals this 30th day of April, A. D., 1956.

WITNESS:

Walter K. Baker Jr.

R. G. Galmiche (SEAL)
RENE G. GALMICHE

R. Galmiche

Calvin Shoop (SEAL)
CALVIN SHOOP

R. Galmiche

Wilbert B. Somerlade (SEAL)
WILBERT B. SOMERLADE

R. Galmiche

Richard Stouffer (SEAL)
RICHARD STOFFER

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

On this 15 day of ~~April~~ ^{MAY}, A. D., 1956, before me, the undersigned Officer, a Notary Public of the State and County aforesaid, personally appeared Rene G. Galmiche and Calvin Shoop, Wilbert B. Somerlade and Richard Stouffer, Incorporators named in the foregoing Articles of Incorporation, and did each, on their respective parts, acknowledge the foregoing articles of Incorporation to be their respective act and deed, and further acknowledged that they executed the same for the purposes therein contained.

WITNESS my hand and Official Notarial Seal.



Walter R. Bohrer

Notary Public

My Comm. Ex: 5/16/57

Rene Galmiche personally appeared before me, a notary public in and for the state of Maryland and made oath in due form of law that the affixed signatures, Calvin Shoop, Wilbert B. Somerlade Richard Stouffer were the incorporators of the Leitersburg Ruritan Volunteer Fire Company and that they appeared before him and affixed their signatures and made oath as required by law.

ARTICLES OF INCORPORATION

OF

THE LEITERSBURG RURITAN VOLUNTEER FIRE COMPANY

approved by the State Tax Commission of Maryland June 14, 1956 and received for record June 14, 1956 at 9:00 o'clock A.M. as in conformity with law and ordered recorded.

A 5464

APPROVAL RECORDED IN MINUTES - CORPORATE LEDGER

Commissioners

Recorded in Liber F-5, folio 751, one of the Charter Records of the State Tax Commission of Maryland.

Capital

Increase of Capital

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.



Robert W. Ware
Secretary

RECEIVED
JAN 9 1957
At 9:45 o'clock
and Same Date
Liber No. _____
one of the _____
Washington Co
and exar

ARTICLES OF INCORPORATION

OF

ODER MOTOR CO., INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Thomas W. Oder, whose post office address is Williamsburg, Virginia, Joy M. Oder, whose post office address is Williamsburg, Virginia, and Edwin H. Miller, whose post office address is Hagerstown, Maryland, all being of full legal age, do, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is "ODER MOTOR CO., INC."

THIRD: The purposes for which the Corporation is formed and the business or objects to be carried on and promoted by it are as follows:

1. To buy, sell, lease, store and repair automobiles and motor vehicles of all descriptions as well as parts and accessories in connection therewith.
2. To manufacture and deal in automobiles, motors and vehicles of all kinds and in all articles and supplies used in connection therewith.
3. To lease, purchase, sell and otherwise deal in all machines, tools, implements, apparatus, equipment, accessories and appliances of every kind used in connection with the manufacturing, repairing or replacement of all makes of automobiles, and generally to deal in, at wholesale and retail, any materials whatsoever necessary or convenient in the manufacture of motor vehicles or parts incident thereto.
4. To procure, purchase or sell, manufacture, repair, vulcanize and otherwise work and deal in all kinds of automobiles and truck tires, including pneumatic and solid tires.
5. To manufacture, buy, sell and deal in, at wholesale and retail, all oils, greases, gasoline and all other materials used in, on or about an automobile truck or motor vehicles of any kind.
6. To carry on the business of painting automobiles and motor vehicles and to manufacture, purchase, and sell paints, varnishes, oils, fillers, stains, colors, enamels, compounds and

coatings, putty, glass and other supplies incidental thereto.

7. To conduct a general garage and storage place for automobiles, trucks and motor vehicles of every kind; to procure, own, sell and otherwise deal in and repair tractors or any other kinds of machinery or personal property; to procure, manufacture, purchase, own and sell all kinds of tools, appliances, machinery or equipment used or desired in the furtherance of said objects.

8. To subscribe for, acquire, sell, hold, exchange and deal in shares of stock, bonds, obligations or securities of any public or private Corporation, government or municipality, and have the express power to hold, purchase, or otherwise acquire, and to sell, assign, transfer, mortgage or otherwise dispose of absolutely or upon condition shares of the capital stock, bonds, or other evidences of indebtedness created by any other corporation or corporations, and while the owner thereof to exercise all of the incidents of ownership.

9. To buy, sell, deal in and improve, real estate wheresoever situate and fixtures and personal property incident thereto and connected therewith; to acquire by purchase, lease, hire, or otherwise, lands, tenements, hereditaments, or any interest therein and to improve the same; to sell, lease, mortgage, pledge or otherwise dispose of the lands or other property of the Corporation absolutely or upon condition.

10. To apply for, acquire, hold, use, sell, mortgage, license, assign or otherwise dispose of letters patent of the United States or of any foreign country, as well as acquire and dispose of licenses, privileges, inventions, improvements, processes and trademarks relating to or useful in connection with any business carried on by the Corporation.

11. To carry on any other business in connection therewith which may seem to the Corporation to be calculated, directly or indirectly, to effectuate the aforesaid objects, or any of them or to facilitate it in the transaction of its aforesaid business, or any part thereof, or in the transaction of any other business that may be calculated, directly or indirectly, to enhance the value of its property and rights, not contrary to the Laws of the State of Maryland. The said Corporation shall enjoy and exercise all the powers and rights conveyed by statute upon the Corporation and the enumeration of the specific powers in this Certificate of Incorporation are in furtherance of and not in limitation of the General Powers conferred by law.

FOURTH: The post office address of the place at which the principal office of the Corporation in this State will be located is No. 1877 Pennsylvania Avenue, Hagerstown, Maryland. The resident agent of the Corporation is Edwin H. Miller, whose post office address is No. 82 W. Washington Street, Hagerstown, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation shall have three directors, and Thomas W. Oder, Joy M. Oder and Edwin H. Miller shall act as such until the first annual meeting or until their successors are duly chosen and qualified.

SIXTH: The total amount of the authorized capital stock of the Corporation is Twenty-five Thousand (\$25,000.00) Dollars, divided into two hundred fifty (250) shares of the par value of One Hundred (\$100.00) Dollars each.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation, and of the directors and stockholders:

1. The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, and securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such considerations as said Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the by-laws of the Corporation.

2. The Board of Directors shall from time to time determine whether and to what extent, and at what time and places, and under what conditions and regulations, the accounts and books of the Corporation, or any of them, shall be open to the inspection of the stockholders, and no stockholders shall have the right to inspect any account, book or document of the Corporation except as conferred by the Statutes of Maryland or as authorized by the Board of Directors or by a resolution of the stockholders.

3. The Board of Directors shall have the power to mortgage the property of the Corporation from time to time without the approval of the stockholders, subject to such limitations and restrictions, if any, as may be set forth in the by-laws of the Corporation.

4. The above granted powers to the Corporation and to the Board of Directors thereof are in furtherance of and not in

limitation of the general powers conferred by law upon the Directors of the Corporation.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 6 day of June, A. D. 1956.

WITNESS:

Robert A. McMill Thomas W. Oder
 Thomas W. Oder

Robert E. McMill Joy M. Oder
 Joy M. Oder

Alice R. Shupp Edwin H. Miller
 Edwin H. Miller

STATE OF VIRGINIA, JAMES CITY COUNTY, to-wit:

I HEREBY CERTIFY, That on this 6 day of June, 1956, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Thomas W. Oder and Joy M. Oder, and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Notarial Seal the day and year last above written.

Leopoldo Martin
Notary Public

My commission expires:

10-22-58



STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 8th day of June, 1956, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Edwin H. Miller and acknowledged the foregoing Articles of Incorporation to be his act.

WITNESS my hand and Notarial Seal the day and year last above written.

Alice R. Shupp
Notary Public

My commission expires:

May 6, 1957



ARTICLES OF INCORPORATION
OF
ODER MOTOR CO., INC.

approved by the State Tax Commission of Maryland June 11, 1956 and
received for record June 11, 1956 at 9:00 o'clock A. M. as
in conformity with law and ordered recorded.

A 5439

APPROVAL RECORDED IN
MINUTES - CORPORATE LEDGER
Commissioners

Recorded in Liber *F-5*, folio *628*, one of the Charter Records of the State Tax
Commission of Maryland.

Capital

Increase of Capital

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.



Robert W. Wald

Secretary

REC
At *9:00*
and S
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Recorded January 31, 1957 at 9:45 A.M. Liber 7

MERCHANTS WHOLESALE GROCERY COMPANY
AND TRIANGLE FOOD STORES, INC.

ARTICLES OF MERGER

The undersigned corporations hereby certify to the State Tax Commission of Maryland that:

FIRST: The corporations party to these articles are MERCHANTS WHOLESALE GROCERY COMPANY and TRIANGLE FOOD STORES, INC., both Maryland corporations. Said corporations have hereby agreed to effect a merger.

SECOND: The corporation to survive the merger is MERCHANTS WHOLESALE GROCERY COMPANY, a corporation formed under the laws of the State of Maryland, and such corporation will continue under the name of "MERCHANTS WHOLESALE GROCERY COMPANY."

THIRD: The surviving corporation shall from the effective date of these articles possess all the purposes and powers heretofore possessed by the said MERCHANTS WHOLESALE GROCERY COMPANY. No amendment to the charter of the surviving corporation is to be effected as part of the merger.

FOURTH: The said MERCHANTS WHOLESALE GROCERY COMPANY has authority to issue Two Thousand Nine Hundred and Fifty (2,950) shares of stock consisting of Two Thousand Three Hundred (2,300) shares of common stock of the par value of One Hundred (\$100) Dollars each, One Hundred and Fifty (150) shares of Seven Per Cent (7%) preferred stock of the par value of One Hundred (\$100) Dollars each and Five Hundred (500) shares of Six Per Cent (6%) preferred stock of the par value of One Hundred (\$100) each, an aggregate par value of Two Hundred Ninety-five Thousand (\$295,000) Dollars. The said TRIANGLE FOOD STORES, INC. has authority to issue Fifty (50) shares of common stock of the par value of One Hundred (\$100) Dollars each, an aggregate par value of Five Thousand (\$5,000) Dollars.

FIFTH: No shares of stock of MERCHANTS WHOLESALE GROCERY COMPANY, the surviving corporation, will be issued for the shares of stock of the said TRIANGLE FOOD STORES, INC., and no consideration will be paid, transferred or issued by said MERCHANTS WHOLESALE GROCERY COMPANY for the shares of the capital stock of the said TRIANGLE FOOD STORES, INC.

SIXTH: The principal offices of both corporations party to these articles are located in Washington County,

Maryland. The said TRIANGLE FOOD STORES, INC., owns no property in the State of Maryland the title to which could be affected by the recording of an instrument among the land records.

SEVENTH: On the effective date of these articles all and singular the rights, privileges, powers and franchises of whatever nature and description, of each of the merging corporations, and all property, real, personal and mixed, and all debts and liabilities of whatsoever nature and description due on whatever account to either of said merging corporations shall be vested in the surviving corporation, and all property, rights, privileges and franchises and all and every other interest shall thereafter be as effectually the property of the surviving corporation as they were of the merging corporations, and the title to and interest and estates in any real estate, whether vested by deed or otherwise, in either of the merging corporations shall not revert or be in any way impaired by reason of this merging, provided, however, that all rights of creditors and all liens upon any property of either of the merging corporations shall be preserved unimpaired, and all debts, liabilities and duties of said merging corporations shall henceforth attach to the surviving corporation.

EIGHTH: These articles were duly advised by the boards of directors and approved by the stockholders of MERCHANTS WHOLESALE GROCERY COMPANY and TRIANGLE FOOD STORES, INC. in the manner and by the vote required by the corporation laws of the State of Maryland and by the respective charters of said corporations.

-2-

IN WITNESS WHEREOF, MERCHANTS WHOLESALE GROCERY COMPANY has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed and attested by its Secretary and TRIANGLE FOOD STORES, INC. has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed and attested by its Secretary on June 25, 1956.

MERCHANTS WHOLESALE GROCERY COMPANY



By J. A. Doll
President

Attest: J. L. Doll
Secretary

TRIANGLE FOOD STORES, INC.



By J. A. Doll
President

Attest: J. L. Doll
Secretary

STATE OF KENTUCKY)
) SS
)
COUNTY OF JEFFERSON)

I HEREBY CERTIFY That on June 25th, 1956, before me, the subscriber, a notary public of the State of Kentucky in and for the County of Jefferson, personally appeared J. A. Doll, President of TRIANGLE FOOD STORES, INC., a Maryland corporation, and in the name and on behalf of said corporation acknowledged the foregoing articles of merger to be the corporate act of said corporation; and at the same time personally appeared J. L. Doll and made oath in due form of law that he was secretary of the meeting of the directors and of the meeting of the stockholders of said corporation at which the merger of said corporation was advised, authorized and approved, and that the matters and facts set forth in said articles of merger are true to the best of his knowledge, information and belief.

AS WITNESS My hand and notarial seal the day and year last above written.

Jane C. Saller
Notary Public

Notary Public, Jefferson County, Ky.
My Commission expires Dec. 31, 1959

STATE OF KENTUCKY)
) SS
)
COUNTY OF JEFFERSON)

I HEREBY CERTIFY That on June 25th, 1956, before me, the subscriber, a notary public of the State of Kentucky in and for the County of Jefferson, personally appeared J. A. Doll, President of MERCHANTS WHOLESALE GROCERY COMPANY, a Maryland corporation, and in the name and on behalf of said corporation acknowledged the foregoing articles of merger to be the corporate act of said corporation; and at the same time appeared J. L. Doll and made oath in due form of law that he was secretary of the meeting of the directors and of the meeting of the stockholders of said corporation at which the merger of said corporation was advised, authorized and approved, and that the matters and facts set forth in said articles of merger are true to the best of his knowledge, information and belief.

AS WITNESS My hand and notarial seal the day and year last above written.

Jane C. Sallee
Notary Public

Notary Public, Jefferson County, Ky.
My Commission expires Dec. 31, 1958



ARTICLES OF MERGER

OF

TRIANGLE FOOD STORES, INC. - a Md. Corp.

into

MERCHANTS WHOLESALE GROCERY COMPANY - a Md. Corp. surviving

approved by the State Tax Commission of Maryland

June 29, 1956

and

received for record June 29, 1956

at 4:30 o'clock P. M. as

in conformity with law and ordered recorded.

APPROVAL RECORDED IN
MINUTES - CORPORATE LEDGER

Commissioners

Recorded in Liber *F-6*, folio *310*, one of the Charter Records of the State Tax Commission of Maryland.

Capital

Increase of Capital

Bonus tax paid \$ Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.



Robert W. Cline
Secretary

one of
Liber
At

Recorded January 31, 1957 at 9:45 A.M. Liber 7

APPALACHIAN GAS & APPLIANCE, INC.

ARTICLES OF INCORPORATION.

THIS IS TO CERTIFY:

FIRST: We, the undersigned, Harold H. Mercereau, whose post office address is No. 200 Marbern Road, Hagerstown, Maryland, Robert W. Cline, whose post office address is Hagerstown, Maryland, and Helen O. Mercereau, whose post office address is No. 200 Marbern Road, Hagerstown, Maryland, each being at least twenty-one years of age, do hereby associate ourselves as incorporators, with the intention of forming a corporation under and by virtue

of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is: "APPALACHIAN GAS & APPLIANCE, INC."

THIRD: The purposes for which the Corporation is formed and the business or objects to be carried on and promoted by it are as follows:

1. To manufacture, use and sell gas for fuel, heat and light, and other purposes, and to manufacture, use, sell and lease gas and vapor cylinders, containers, machines and inventions; to manufacture, use, sell and lease gas and vapor consuming machines and inventions for utilizing gas or vapor as a fuel or as light and heat, and lighting devices of all descriptions, and heat and light regulating and saving inventions; to buy, sell and refine oils, or other materials for the manufacture of gas or vapor, or for the production of heat and light; to construct and maintain all lines of pipe or tubing for the transportation of gas or other fluid, or of oil or of other liquids.

2. To manufacture, sell and lease to other corporations and to public and private consumers, gas and oil machines, appliances and devices of all kinds for the production, supply and use of light, heat and power, and of goods, wares, merchandise, property and substances now used in the production thereof, or incidental thereto, or that hereafter may be invented, discovered or become known therein.

3. To manufacture, sell, deal in and repair electrical supplies, appliances, specialties and machinery, and carry on a general electrical business; to buy and sell at wholesale or retail all kinds of electrical devices and apparatus, electric supplies and their accessories, construct and enter into contracts for the construction of all kinds of electrical devices and machinery, and enter into contracts for individuals and duly incorporated companies.

4. To manufacture, buy and sell furniture, office and store fixtures, devices, improvements and to engage in the installation, alteration and repair thereof.

5. To subscribe for, acquire, sell, hold, exchange and deal in shares of stock, bonds, obligations or securities of any public or private Corporation, government or municipality, and have the express power to hold, purchase, or otherwise acquire, and to sell, assign, transfer, mortgage or otherwise dispose of absolutely or upon condition shares of the capital stock, bonds

or other evidences of indebtedness created by any other corporation or corporations, and while the owner thereof to exercise all of the incidents of ownership.

6. To buy, sell, deal in and improve, real estate wheresoever situate and fixtures and personal property incident thereto and connected therewith; to acquire by purchase, lease, hire, or otherwise, lands, tenements, hereditaments, or any interest therein and to improve the same; to sell, lease, mortgage, pledge or otherwise dispose of the lands or other property of the Corporation absolutely or upon condition.

7. To apply for, acquire, hold, use, sell, mortgage, license, assign or otherwise dispose of letters patent of the United States or of any foreign country, as well as acquire and dispose of licenses, privileges, inventions, improvements, processes and trademarks relating to or useful in connection with any business carried on by the Corporation.

8. To purchase or otherwise acquire, hold and reissue shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, mortgage, pledge or otherwise dispose of, any shares of stock of, or voting trust certificates for any shares of stock of, or any bonds or other securities or evidences of indebtedness issued or created by, any other Corporation or association, organized under the Laws of the State of Maryland, or any other state, territory, district, colony or dependency of the United States of America or of any foreign country; and while the owner or holder of any such shares of stock, voting trust certificates, bonds, or other obligations, to possess and exercise in respect thereof any and all the rights, powers and privileges of ownership, including the right to vote, (except as is otherwise provided by law) on any shares of stock so held or owned; and upon a distribution of the assets or a division of the profits of this Corporation, to distribute any such shares of stock, voting trust certificates, bonds, or other obligations, or the proceeds thereof, among the stockholders of this Corporation.

9. To carry on any other business in connection therewith which may seem to the Corporation to be calculated, directly or indirectly, to effectuate the aforesaid objects, or any of them, or to facilitate it in the transaction of its aforesaid business, or any part thereof, or in the transaction of any other business that may be calculated, directly or indirectly, to enhance the value of its property and rights, not contrary to the

Laws of the State of Maryland. The said Corporation shall enjoy and exercise all the powers and rights conveyed by statute upon the Corporation and the enumeration of the specific powers in this Certificate of Incorporation are in furtherance of and not in limitation of the General Powers conferred by law.

FOURTH: The post office address of the place at which the principal office of the Corporation in this State will be located is #34 E. Washington St., Hagerstown, Maryland. The resident agent of the Corporation is Harold H. Mercereau, whose post office address is No. 200 Harbern Road, Hagerstown, Maryland. Said resident agent is an individual actually residing in this State.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is five thousand (5,000) shares of Common Stock of the par value of Ten (\$10.00) Dollars each.

SIXTH: The number of directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than three (3); and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify, are: Harold H. Mercereau, Helen O. Mercereau, Robert W. Cline and Grace M. Cline.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

1. The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, and securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as said Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the by-laws of the Corporation.

2. The Board of Directors shall have the power to mortgage the property of the Corporation from time to time without the approval of the stockholders, subject to such limitations or restrictions, if any, as may be set forth in the by-laws of the Corporation.

3. No contract or other transaction between this Corporation and any officer or director thereof, or any person who may be pecuniarily interested therein shall in any way be affected or invalidated, provided the fact that he is so interested shall be disclosed or shall have been known to the Board of Directors, or the majority thereof.

4. The Board of Directors shall have power, from time to time, to fix and to vary the amount of the working capital of the Corporation; to determine whether any, and if any, what part of the surplus of the Corporation or net profits arising from its business shall be declared in dividends and paid to the stockholders, subject, however, to the provisions of the Charter; and to determine the use and disposition of any surplus or net profits. The Board of Directors, may, in its discretion, use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of stock of this Corporation, or any of its bonds or other evidences of indebtedness, to such extent and in such manner and upon such lawful terms as the Board of Directors shall deem expedient.

5. The above granted powers to the Corporation and to the Board of Directors thereof are in furtherance of and not in limitation of the General Powers conferred by Law upon the Directors of the Corporation.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 11th day of June, 1956.

WITNESS:

Harold H. Mercereau
Harold H. Mercereau

Robert W. Cline
Robert W. Cline

Olive R. Shupp
OLIVE R. SHUPP

Helen O. Mercereau
Helen O. Mercereau

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 11th day of June, 1956, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Harold H. Mercereau, Robert W. Cline and Helen O. Mercereau, and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Notarial Seal the day and year last



Above written.

My commission expires:
June 6, 1957.

Olive R. Shupp
OLIVE R. SHUPP
Notary Public

ARTICLES OF INCORPORATION

OF

APPALACHIAN GAS & APPLIANCE, INC.

approved by the State Tax Commission of Maryland June 12, 1956 and
received for record June 12, 1956 at 9:00 o'clock A.M. as
in conformity with law and ordered recorded.

A 5442

APPROVAL RECORDED IN
MINUTES - CORPORATE LEDGER

Recorded in Liber *F-5*, folio *648*, one of the Charter Records of the State Tax
Commission of Maryland.

Capital

Increase of Capital

Bonus tax paid \$ *20.00* Recording fee paid \$ *12.00*

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.



W. W. ...
Secretary

At
Liber N
one of

ARTICLES OF INCORPORATION

OF Recorded February 21, 9:05
A. M. Liber 7

EVAN L. JONES, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Mary A. Jones, whose post office address is 792 Frederick Street, Hagerstown, Maryland, Samuel C. Leiter, whose post office address is 1948 Lexington Avenue, Hagerstown, Maryland, and Evan L. Jones, Jr. whose post office address is Funkstown, Maryland, all being of full legal age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

SECOND: That the name of the corporation (which is hereinafter called the Corporation) is

EVAN L. JONES, INC.

THIRD: The purposes for which the Corporation is formed and the business or objects to be carried on and promoted by it are as follows:

a. To own, conduct, operate, maintain and carry on the business of Snack Bars and Restaurants, and to sell and dispense foods, beverages and liquids of all kinds, and to do any and all necessary things pertinent to said business.

b. To lease, purchase, own, construct, equip, operate, manage and conduct Snack Bars, Restaurants, Houses and Buildings and to provide therein for the reception, refreshment and victualing of guests and to purchase, sell and otherwise deal in all kinds of stock, wares and merchandise pertaining thereto.

c. To purchase and sell either at wholesale or retail beers, whiskies, wines, and alcoholic beverages of every nature and description, all forms of bottled soft drinks, containers, glassware and all products which may be necessary or convenient in connection with the aforesaid articles.

d. To engage in and carry on the business of importing, exporting, manufacturing, producing, buying, selling and otherwise dealing in and with goods, wares and merchandise of every class and description.

e. To engage in and carry on any other business which may conveniently be conducted in conjunction with any of the business of the Corporation.

f. To purchase, lease, hire and otherwise acquire, hold, own, develop, improve and dispose of and to aid and subscribe toward the acquisition, development or improvements of real and personal property and rights and privileges therein, suitable or convenient for any of the business of the Corporation.

g. To purchase, lease, hire or otherwise acquire, hold or construct, erect, improve, manage and operate, and to aid and subscribe toward the acquisition, construction or improvement of plants, mills, factories, works, buildings, machinery, equipment and facilities and any other property or appliances which may appertain to and be useful in the conduct of any of the business of the Corporation.

h. To purchase, lease or otherwise acquire, all or any part of the property, rights, businesses, contracts, goodwill, franchises and assets of every kind, of any corporation, co-partnership or individual (including the estate of a decedent), carrying on or having carried on in whole or in part any of the aforesaid businesses or any other business that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay for any such property, rights, business, contracts, good-will, franchises, or assets by the issue in accordance with the Laws of Maryland, of stocks, bonds, or other securities of the Corporation or otherwise.

i. To apply for, obtain, purchase or otherwise acquire any patents, copyrights, licenses, trade-marks, trade-names, rights, processes, formulaes, and the like which may seem capable of being used for any of the purposes of the Corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account, the same.

j. To purchase, otherwise acquire, hold and reissue shares of its capital stock; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge, or otherwise dispose of, any shares of stock of, or voting trust certificates of, or any bonds or other securities or evidences of indebtedness issued or created by, any other corporation or association, organized under the Laws of the State of Maryland or of any other state, territory, district, colony or dependency of the United States of America, or of any foreign country; and while the owner or holder of any such shares of stock, voting trust certificates, bonds or

other obligations, to possess and exercise in respect thereof any and all rights, powers and privileges of ownership, including the right to vote of any shares of stock so held or owned; and upon a distribution of the assets or a division of this Corporation, to distribute any such shares of stock, voting trust certificates bonds or other obligations, or the proceeds thereof, among the stockholders of the Corporation.

k. To guarantee the payment of dividends upon any shares of stock of, or in the performance of any contract, by any other corporation or association in which the corporation has an interest; and to endorse or otherwise guarantee the payment of the principal and interest, or either, of any bonds, debentures, notes, securities, or other evidences of indebtedness created or issued by any such other corporation or association.

l. To loan or advance money with or without security, without limit as to amount; and to borrow or raise money for any of the purposes of the Corporation, and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof of the interest thereon, by mortgage upon or pledge or conveyance or assignment in trust of, the whole or any part of the property of the Corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired, and to sell, pledge, discount or otherwise dispose of such bonds, notes, or other obligations, of the Corporation for its corporate purposes.

m. To carry on any of the businesses herein before enumerated for itself, or for account of others, or through others for its own account, and to carry on any other businesses which may be deemed by it to be calculated, directly or indirectly, to effectuate or facilitate the transaction of the aforesaid objects or business, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

n. The foregoing enumeration of the purposes, objects, and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purposes, objects or business mentioned,

or to limit or restrict any of the powers of the Corporation. The corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to the corporations which are contained in the General Laws of this state.

FOURTH: The post office address of the place at which the principal office of the Corporation in this state will be located is Nottingham Road, Hagerstown, Maryland. The resident agent of the Corporation is Evan L. Jones, Jr. whose post office address is Funkstown, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total amount of authorized capital stock of this Corporation is Two Hundred (200) shares, all of which are common stock, without par value, non-assessable and fully paid up stock; each share of which shall be entitled to one vote in the affairs of the Corporation.

SIXTH: The Corporation shall have three (3) directors and Mary A. Jones, Samuel C. Leiter and Evan L. Jones, Jr. shall act as such until the first annual meeting, or until their successors are duly chosen and qualified.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

a. The Board of Directors of the Corporation is hereby empowered to authorize the issuance, from time to time, of fully paid and non-assessable shares of common stock, without par value, for such consideration or considerations as the said Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the charter, or in the consideration is other than money, the said Board of Directors by resolution, shall state its opinion of the actual value of such consideration or considerations.

b. Whenever any such consideration as shall have been deemed advisable by the Board of Directors, in manner as provided for herein, or in the By-Laws, has been fully paid and delivered for shares of the Corporation's capital stock, whether now or hereinafter authorized, said capital stock shall be considered as fully paid stock and not liable to further assessments thereon.

c. Except as herein, or in the By-Laws provided, the Board of Directors shall have full power and discretion to prescribe and regulate, from time to time, the procedure to be

followed, and/or dealings concerning the sale of the Corporation's stock by purchase or otherwise by the Corporation.

d. The Board of Directors shall have the power to mortgage the property of the Corporation from time to time without the approval of the stockholders, subject to such limitations and restrictions, if any, as may be set forth in any By-Laws of the Corporation.

e. No contract or other transaction between this Corporation and any other Corporation and no act of this Corporation shall in anyway be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any directors individually, or any firm of which any director may be a member, may be a part to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any Director of this Corporation who is also so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation which shall authorize any such contract or transaction, and may vote thereof to authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

f. The Board of Directors shall have power from time to time, to fix and determine and to vary the amount of working capital of the Corporation; to determine whether any, and if any, what part of the surplus of the Corporation or of the net profits arising from its business shall be declared in dividends and paid to the stockholders, subject, however, to the provisions of the charter, and to direct and determine the use and disposition of any such surplus or net profits. The Board of Directors may in its discretion use and apply any of the such surplus or net profits in purchasing or acquiring any of the shares of stock of the Corporation, or any of its bonds or other evidences or indebtedness, to such extent in such manner and upon such lawful terms as the Board of Directors shall deem expedient.

g. The above granted powers to the Corporation and to the Board of Directors thereof are in furtherance of and not in limitations of the general powers conferred by law upon the

Directors of the Corporation.

IN WITNESS WHEREOF, we have signed this Articles of Incorporation this 18yh day of July, A.D. 1956.

Mary A. Jones
 Mary A. Jones

Samuel C. Leiter
 Samuel C. Leiter

Evan L. Jones, Jr.
 Evan L. Jones, Jr.

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 18th day of July, A.D. 1956, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Mary A. Jones, Samuel C. Leiter and Evan L. Jones, Jr., known to me to be the persons whose names are subscribed to the foregoing Articles of Incorporation, and did each acknowledge that they executed the same for the purposes therein contained.

Witness my hand and Official Notarial Seal.

My Com. Exp. May 6, 1957



[Signature]
 Notary Public

ARTICLES OF INCORPORATION

OF

EVAN L. JONES, INC.

approved by the State Tax Commission of Maryland

July 19, 1956

and

received for record July 19, 1956

at 12:30

o'clock

P.

M. as

in conformity with law and ordered recorded.

A 5887

APPROVAL RECORDED IN
MINUTES - CORPORATE LEDGER
Commissioners

Recorded in Liber F-1, folio 1189, one of the Charter Records of the State Tax Commission of Maryland.

Capital

Increase of Capital

Bonus tax paid \$ 20.00 Recording fee paid \$ 14.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Tax Commission of Maryland.



AS WITNESS my hand and seal of the said Commission at Baltimore.

[Handwritten Signature]
Secretary

Recorded February 21, 1957 at 9:04 A. M. Liber 7

R. B. TAYLOR, INC.
STOCK ISSUANCE STATEMENT

R. B. Taylor, Inc. a Maryland corporation having its principal office in Keedysville, Washington County, Maryland (hereinafter called the Corporation), hereby certifies to the State Tax Commission of Maryland, that:

FIRST: The Corporation has authorized the issuance of 100,000 full paid and non-assessable shares of the par value of One Dollar (\$1.00) per share of stock of the Corporation to R. B. Taylor, Sr. and R. B. Taylor, Jr. for the following consideration, the actual value of which, as determined by the Board of Directors is not less than One Hundred Thousand Dollars (\$100,000.00), being the following trucks and vehicles:

<u>Year</u>	<u>Make</u>	<u>Type</u>	<u>Serial No.</u>
1946	International	Van	12103
1948	International	Van	21874
1949	International	Van	45893
1952	International	C & C	20412
1952	International	C & C	23275
1952	Dodge	Tractor	81862458
1947	Fruehauf	Trailer	T140003
1949	G.M.C.	Van	FC30315399


1952	G.M.C.	Van	353-24-P22163
1952	G.M.C.	Tractor	HCR-622-1818
1953	G.M.C.	Van	404-27-1967
1954	G.M.C.	Van	454-30-22698

<u>Year</u>	<u>Make</u>	<u>Type</u>	<u>Serial No.</u>
1955	G.M.C.	Van	373-PY-1294
1951	Chevrolet	Van	14UWL1162
1948	Fruehauf	Trailer	R124-390
1956	Majonnier	Milk Tank	9967
1956	Majonnier	Milk Tank	10208

SECOND: (a) The Board of Directors of the Corporation is by the Charter empowered to authorize the issuance of such shares of stock.

(b) The issuance of said shares of stock on the terms above set forth was duly authorized by the Board of Directors of the Corporation at a meeting held on June 16, 1956

In witness whereof, R. B. Taylor, Inc. has caused these presents to be signed in its name and on its behalf by its President or one of its Vice-Presidents and its corporate seal to be hereunto affixed and attested by its Secretary or one of its Assistant Secretaries, on

June 18 1956

 ATTEST:
Edward K. Madison
 Secretary

R. B. TAYLOR, INC.
 By *R. B. Taylor, Sr.*
 R. B. Taylor, Sr.
 President

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this *18th* day of *June*, A.D., 1956, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared R. B. Taylor, Sr. President of R. B. Taylor, Inc., a Maryland corporation, and in the name and on behalf of said corporation acknowledged the foregoing Stock Issuance Statement to be the corporate act of said corporation; and at the same time personally appeared *MILDRED D TAYLOR* and made oath in due form of law that she was secretary of said meeting of the Board of Directors of said corporation at which the issuance of the stock therein

mentioned was finally approved, and that the matters and facts set forth in said statement are true to the best of his knowledge, information and belief.

WITNESS my hand and Official Notarial Seal, the day and year last above written.



James L. Madison
Notary Public
My Commission Expires
May 6 - 1957

STOCK ISSUANCE STATEMENT

OF
R. B. TAYLOR, INC.

approved by the State Tax Commission of Maryland July 10, 1956 and
received for record July 10, 1956 at 9:00 o'clock A. M. as
in conformity with law and ordered recorded.

A 5760

APPROVAL RECORDED IN
MINUTES - CORPORATE LEDGER

Commissioners

Recorded in Liber *A-1*, folio *527*, one of the Charter Records of the State Tax Commission of Maryland.

Capital

Increase of Capital

Bonus tax paid \$ Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.



James W. Davis
Secretary

CERTIFICATE OF INCORPORATION
ARTICLES
OF

35

RICHARDSON SNACK BAR, INC.

Recorded February 21, 1957 at 9:05 A.M. Liber 7/6

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Mary A. Jones, whose post office address is 792 Frederick Street, Hagerstown, Maryland, Samuel C. Leiter, whose post office address is 1948 Lexington Avenue, Hagerstown, Maryland, and Henry Holzapfel, 3rd., whose post office address is Grice Building, Hagerstown, Maryland, all being of full legal age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

SECOND: That the name of the corporation (which is hereinafter called the Corporation) is

RICHARDSON SNACK BAR, INC.

THIRD: The purposes for which the Corporation is formed and the business or objects to be carried on and promoted by it are as follows:

a. To own, conduct, operate, maintain and carry on the business of Snack Bars and Restaurants, and to sell and dispense foods, beverages and liquids of all kinds, and to do any and all necessary things pertinent to said business.

b. To lease, purchase, own, construct, equip, operate, manage and conduct Snack Bars, Restaurants, Houses and Buildings and to provide therein for the reception, refreshment and victualing of guests and to purchase, sell and otherwise deal in all kinds of stock, wares and merchandise pertaining thereto.

c. To purchase and sell either at wholesale or retail beers, whiskies, wines and alcoholic beverages of every nature and description, all forms of bottled soft drinks, containers, glassware and all products which may be necessary or convenient in connection with the aforesaid articles.

d. To engage in and carry on the business of importing, exporting, manufacturing, producing, buying, selling and otherwise dealing in and with goods, wares and merchandise of every class and description.

e. To engage in and carry on any other business which may conveniently be conducted in conjunction with any of

the business of the Corporation.

f. To purchase, lease, hire or otherwise acquire, hold, own, develop, improve and dispose of and to aid and subscribe toward the acquisition, development or improvements of real and personal property and rights and privileges therein, suitable or convenient for any of the business of the Corporation.

g. To purchase, lease, hire or otherwise acquire, hold or construct, erect, improve, manage and operate, and to aid and subscribe toward the acquisition, construction or improvement of plants, mills, factories, works, buildings, machinery, equipment and facilities and any other property or appliances which may appertain to and be useful in the conduct of any of the business of the Corporation.

h. To purchase, lease or otherwise acquire, all or any part of the property, rights, businesses, contracts, goodwill, franchises and assets of every kind, of any corporation, co-partnership or individual (including the estate of a decedent), carrying on or having carried on in whole or in part any of the aforesaid businesses or any other business that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay for any such property, rights, business, contracts, good-will, franchises, or assets by the issue in accordance with the Laws of Maryland, of stocks, bonds, or other securities of the Corporation or otherwise.

i. To apply for, obtain, purchase or otherwise acquire any patents, copyrights, licenses, trade-marks, trade-names, rights, processes, formulaes, and the like which may seem capable of being used for any of the purposes of the Corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account, the same.

j. To purchase, otherwise acquire, hold and reissue shares of its capital stock; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge, or otherwise dispose of, any shares of stock of, or voting trust certificates of, or any bonds or other securities or evidences of indebtedness issued or created by, any other corporation or association, organized under the Laws of the State of Maryland or of any other state, territory, district, colony or dependency of the United States of America, or of any foreign country; and while the owner or holder

of any such shares of stock, voting trust certificates, bonds or other obligations, to possess and exercise in respect thereof any and all the rights, powers and privileges of ownership, including the right to vote of any shares of stock so held or owned; and upon a distribution of the assets or a division of this Corporation, to distribute any such shares of stock, voting trust certificates, bonds or other obligations, or the proceeds thereof, among the stockholders of the Corporation.

k. To guarantee the payment of dividends upon any shares of stock of, or in the performance of any contract, by any other corporation or association in which the corporation has an interest; and to endorse or otherwise guarantee the payment of the principal and interest, or either, of any bonds, debentures, notes, securities, or other evidences of indebtedness created or issued by any such other corporation or association.

l. To loan or advance money with or without security, without limit as to amount; and to borrow or raise money for any of the purposes of the Corporation, and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and of the interest thereon, by mortgage upon or pledge or conveyance or assignment in trust of, the whole or any part of the property of the Corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired, and to sell, pledge, discount or otherwise dispose of such bonds, notes, or other obligations of the Corporation for its corporate purposes.

m. To carry on any of the businesses herein before enumerated for itself, or for account of others, or through others for its own account, and to carry on any other businesses which may be deemed by it to be calculated, directly or indirectly, to effectuate or facilitate the transaction of the aforesaid objects or business, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

n. The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purposes, objects or business mentioned, or

to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to the corporations which are contained in the General Laws of this state.

FOURTH; The post office address of the place at which the principal office of the Corporation in this state will be located is 710 Dual Highway, Hagerstown, Maryland. The resident agent of the Corporation is Samuel C. Leiter, whose post office address is 1948 Lexington Avenue, Hagerstown, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total amount of authorized capital stock of this Corporation is THREE HUNDRED (300) SHARES, all of which are common stock, without par value, non-assessable and fully paid up stock; TWO HUNDRED (200) SHARES of said stock shall be designated "Capital A" stock and shall have no right to a vote in the affairs of the Corporation; and the remaining ONE HUNDRED (100) SHARES of said stock shall be designated as "Capital B" stock, each share of which shall be entitled to one vote in the affairs of the Corporation.

SIXTH: The Corporation shall have three (3) directors and Mary A. Jones, Samuel C. Leiter and Henry Holzapfel, 3rd, shall act as such until the first annual meeting, or until their successors are duly chosen and qualified.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

a. The Board of Directors of the Corporation is hereby empowered to authorize the issuance, from time to time, of fully paid and non-assessable shares of common stock, without par value, for such consideration or considerations as the said Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the charter, or in the By-Laws of the Corporation, provided, however, that where the consideration is other than money, the said Board of Directors by resolution, shall state its opinion of the actual value of such consideration or considerations.

b. Whenever any such consideration as shall have been deemed advisable by the Board of Directors, in manner as provided for herein, or in the By-Laws, has been fully paid and delivered for shares of the Corporation's capital stock, whether

now or hereinafter authorized, said capital stock shall be considered as fully paid stock and not liable to further assessments thereon.

c. Except as herein, or in the By-Laws provided, the Board of Directors shall have full power and discretion to prescribe and regulate, from time to time, the procedure to be followed, and/or dealings concerning the sale of the Corporation's stock by purchase or otherwise by the Corporation.

d. The Board of Directors shall have the power to mortgage the property of the Corporation from time to time without the approval of the stockholders, subject to such limitations and restrictions, if any, as may be set forth in any By-Laws of the Corporation.

e. No contract or other transaction between this Corporation and any other Corporation and no act of this Corporation shall in anyway be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any directors individually, or any firm of which any director may be a member, may be a part to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any Director of this Corporation who is also a director or officer of such other corporation or who is also so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

f. The Board of Directors shall have power from time to time, to fix and determine and to vary the amount of working capital of the Corporation; to determine whether any, and, if any, what part of the surplus of the Corporation or of the net profits arising from its business shall be declared in dividends and paid to the stockholders, subject, however, to the provisions of the charter, and to direct and determine the use

40
and disposition of any such surplus or net profits. The Board of Directors may in its discretion use and apply any of the such surplus or net profits in purchasing or acquiring any of the shares of stock of the Corporation, or any of its bonds or other evidences or indebtedness, to such extent and in such manner and upon such lawful terms as the Board of Directors shall deem expedient.

g. The above granted powers to the Corporation and to the Board of Directors thereof are in furtherance of and not in limitations of the general powers conferred by law upon the Directors of the Corporation.

IN WITNESS WHEREOF, we have signed this Certificate of Incorporation this 27th day of June, A.D.1956.

Mary A. Jones
Mary A. Jones
Samuel C. Leiter
Samuel C. Leiter
Henry Holzapfel, 3rd.
Henry Holzapfel, 3rd.

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 27th day of June, A.D.1956, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Mary A. Jones, Samuel C. Leiter and Henry Holzapfel, 3rd., known to me to be the persons whose names are subscribed to the foregoing Certificate of Incorporation, and did each acknowledge that they executed the same for the purposes therein contained.

Witness my hand and Official Notarial Seal.

My Com. Exp. May 6, 1957

Louis P. ...
Notary Public

ARTICLES OF INCORPORATION

OF

RICHARDSON SNACK BAR, INC.

approved by the State Tax Commission of Maryland

July 2, 1956

and

received for record

July 2, 1956

at

9:00

o'clock

A.

M. as

in conformity with law and ordered recorded.

A 5668

APPROVAL RECORDED IN
MINUTES - CORPORATE LEDGER

Commissioners

Capital _____

Increase of Capital _____

Bonus tax paid \$ *20.00* Recording fee paid \$ *14.00*

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Tax Commission of Maryland.



AS WITNESS my hand and seal of the said Commission at Baltimore.

Robert W. Wall
Secretary

Recorded February 21, 1957 at 9:05 A.M. Liber 7

"INDIAN SPRINGS HUNT CLUB, INCORPORATED"

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

1st.

That we, the Subscribers, Harold H. Hoffman, whose Post Office address is 11 N. Jonathan Street, Hagerstown, Maryland; Harry A. Snyder, R. F. D. ^{#1}, Clearspring, Maryland; and John A. Helser of Hancock, R. F. D. ^{#2}, Maryland; all being of full legal age, and all being residents of Washington County, Maryland, do under and by virtue of the Public General Laws of the State of Maryland, authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

2nd.

NAME: The name of the Corporation is:

"INDIAN SPRINGS HUNT CLUB, INCORPORATED"

3rd.

PURPOSE: The purpose or purposes for which and for any of

which the corporation is formed and the business or objects to be carried on or promoted by it are as follows:

(a) To organize, own, manage and operate a club exclusively for pleasure, recreation and any other non-profitable purposes, no part of the net earnings of which is to inure to the benefit of any private share holders, individual or member.

(b) To acquire, lease, rent, construct, purchase, own, furnish, manage, operate, sell and otherwise own and control, by any lawful means, building, clubhouse, meeting place, lands, grounds, equipment, traps and other appliances and any other property of any kind or description for the use, pleasure and enjoyment of its members and guests in sports, shooting, fishing and any other recreational, sporting and social activities.

(c) To accept, obtain, receive and demand of its members, by any lawful means, funds for any or all of the purposes for which this Corporation is formed, and to pay for the same by any lawful means.

(d) To encourage, obligate and require its members to obey the letter and spirit of all fish and game laws, and encourage by personal conduct, influence and otherwise, general regard by its members as well as the public generally of all fish and game laws.

(e) To encourage, obligate and require its members to obey the letter and spirit of all rules, regulations, orders and laws for the protection, preservation and propagations of fish, game and other wild life.

(f) To foster and increase the fish, game and wild life supply in any lawful manner.

(g) From time to time to do any one or more of the acts and things hereinbefore set forth for pleasure, amusement and enjoyment and as a non-profitable enterprise or business, and to carry on any other business which may seem to the corporation to be calculated directly or indirectly to effectuate the aforesaid purposes or objects, or either or any of them, to facilitate it in the transaction of any other business that may be calculated, directly or indirectly to enhance the value of its property or rights, provided, that in the transaction of its business, the Corporation shall be subject to the laws of the jurisdiction in which the same is transacted or its property may be located.

(h) This Corporation is formed on and subject to

the articles, conditions and provisions herein expressed and to the provisions and limitations relating to corporations which are contained in the Public General Laws of the State of Maryland, and said Corporations shall have full power to do any and all of the acts, matters and things hereinbefore set forth and shall also have

all the power insofar as the same may be applicable to it and enumerated and more particularly set out in Article 23 of the Code of Public General Laws of Maryland relating to Corporations, and all amendments and supplements thereto, and to do every act or thing not inconsistent with law which may be appropriate to promote and attain the objects and purposes for which or for any of which this corporation is formed.

4th.

The principal office of said corporation will be located at Indian Springs, R. F. D. # 2, Hancock, Maryland, and said Hancock will be the post office address of the place at which the principal office of said corporation in this State will be located.

5th.

The said Corporation's resident agent in the State of Maryland will be Harry A. Snyder, whose Post Office address is Clearspring, R. F. D. # 1, Maryland, being of full legal age and a citizen and actual resident of Washington County, State of Maryland.

6th.

The Corporation shall have no capital stock.

7th.

The said Corporation shall have five (5) directors which number may be increased or decreased pursuant to the By-Laws of the Corporation but shall never be less than three(3); and the name of the directors who shall act as directors until the first meeting or until their successors are duly chosen and qualified are: Harold H. Hoffman, Harry A. Snyder and John A. Helser.

8th.

This corporation shall regulate all the terms, rights and conditions of membership by its by-laws. The Corporation reserves the right to alter, change and amend the said By-Laws from time to time.

9th.

Presence in person of members entitled to cast a vote shall be ten (10) bona fide paid up members which shall be sufficient to constitute a quorum at any regular or special meeting of the members of the Corporation and the majority of votes cast shall be sufficient to pass any measure except any action (including the adoption of any amendment of the Charter) required by law to be taken or authorized to be taken by a friendly vote of the majority or other designated majority.

IN WITNESS WHEREOF, We have hereunto set our hands and Seals this 9th day of July, A. D., 1956.

WITNESS:

Harold H. Hoffman (SEAL)
HAROLD H. HOFFMAN

Harry A. Snyder (SEAL)
HARRY A. SNYDER

Margaret S. Greene
Margaret S. Greene

John A. Helser (SEAL)
JOHN A. HELSER

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I hereby certify that on this 9th day of July, A. D., 1956, before me, the undersigned Officer, a Notary Public of the State and County aforesaid, personally appeared Harold H. Hoffman, Harry A. Snyder and John A. Helser, all of whom being personally known to me to be the persons whose names are subscribed to the foregoing Articles of Incorporation, and did each acknowledge the foregoing Articles of Incorporation to be their respective act and deed.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official Notarial Seal the day and year last above written.

Margaret S. Greene
Margaret S. Greene, Notary
Public



ARTICLES OF INCORPORATION
OF
INDIAN SPRINGS HUNT CLUB, INCORPORATED

approved by the State Tax Commission of Maryland
received for record July 12, 1956
in conformity with law and ordered recorded.

July 12, 1956

and

at 9:00 o'clock A. M. as

A 5712

APPROVAL RECORDED IN
MINUTES - CORPORATE LEDGER

Commissioners

Recorded in Liber *F-1*, folio *298*, one of the Charter Records of the State Tax
Commission of Maryland.

Capital

Increase of Capital

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.



AS WITNESS my hand and seal of the said Commission at Baltimore.

[Signature]
Secretary

Recorded February 21, 1957 at 9:05 A. M. Liber 7

THE HAGERSTOWN SADDLE CLUB COMPANY
ARTICLES OF INCORPORATION

FIRST: WE, THE UNDERSIGNED, Leroy H. Hartranft, whose post office address is No. 22 South Potomac Street, Hagerstown, Maryland; William E. Cushwa, whose post office address is No. 117 North Cannon Avenue, Hagerstown, Maryland; and R. Earl Rohrer, whose post office address is No. 312 Vale Street, Hagerstown, Maryland, each being at least twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is The Hagerstown Saddle Club Company.

THIRD: The purposes for which the Corporation is formed are as follows: for social purposes and to promote an interest in equestrian activities.

FOURTH: The post office address of the principal office of the Corporation in this State is No. 312 Vale Street, Hagerstown, Maryland. The name and post office address of the resident agent of the Corporation in this State are R. Earl Rohrer, No. 312 Vale Street, Hagerstown, Maryland. Said resident agent is a citizen of this State and actually resides herein.

FIFTH: The Corporation is not authorized to issue capital stock.

SIXTH: The number of directors of the Corporation shall be not less than three (3) nor more than seven (7), which number may be increased or decreased pursuant to the by-laws, but shall never be less than three (3); and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are Leroy H. Hartranft, William E. Cushwa, and R. Earl Rohrer.

SEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We, Leroy H. Hartranft, William E. Cushwa, and R. Earl Rohrer, being all of the incorporators herein above-named

have hereunto set our respective hands and seals this 12th day of July, 1956.

Witness:

Irving M. Einbinder
Irving M. Einbinder
Irving M. Einbinder

Leroy H. Hartranft (SEAL)
Leroy H. Hartranft

William E. Cushwa (SEAL)
William E. Cushwa

R. Earl Rohrer (SEAL)
R. Earl Rohrer

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 12th day of July, 1956, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Washington, personally appeared Leroy H. Hartranft, William E. Cushwa, and R. Earl Rohrer and severally acknowledged the foregoing Articles of Incorporation to be their act.

IRVING M. EINBINDER
ATTORNEY AT LAW
HAGERSTOWN, MARYLAND

WITNESS my hand and Notarial Seal, the day and year last
above-written.

46A



Pauline J. Roessner
Pauline J. Roessner
Notary Public

My Commission Expires 5/6/57

ARTICLES OF INCORPORATION

OF

THE HAGERSTOWN SADDLE CLUB COMPANY

approved by the State Tax Commission of Maryland July 18, 1956 and
received for record July 18, 1956 at 9:00 o'clock A. M. as
in conformity with law and ordered recorded.

A 5832

APPROVAL RECORDED IN
MINUTES - CORPORATE LEDGER

Commissioners

Recorded in Liber *F-1, folio 916* one of the Charter Records of the State Tax
Commission of Maryland.

Capital

Increase of Capital

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.



Robert W. Dean
Secretary

Handwritten: Moses K. Horst 3/11/57

Whereas vacancies occurred on the Board of Trustees of the Reiff Mennonite Church, located near Cearfoss, Washington Co., Maryland, through the death of Elmer K. Martin and through the resignation of Clarence E. Horst who had been members of said board, which vacancies it was considered necessary to fill.

Therefore there was a meeting held on February 27th, A. D. 1957, in accordance with the rules and regulations of said Church, at the above named Church House, composed of members residing in the vicinity thereof at which meeting Moses K. Horst, Bishop of said church presided and Andrew H. Eby and Abraham H. Martin were duly elected the successors of the said Elmer K. Martin and Clarence E. Horst. Wherefore, the said Andrew H. Eby and Abraham H. Martin are vested with the same power and authority as were their predecessors on the above mentioned Board of Trustees.

IN WITNESS WHEREOF, I, Moses K. Horst, hereunto set my hand and seal this 4th day of March, A. D. 1957.

MOSES K. HORST (SEAL)
Bishop.

Recorded March 20, 1957 at 9:33 A.M. Liber 7
FEDERAL SILK MILLS SALES, INC.

ARTICLES OF INCORPORATION

FIRST: WE, THE UNDERSIGNED, David Goetz, whose post office address is Route #2, Williamsport, Maryland, Rose Goetz, whose post office address is Route #2, Williamsport, Maryland, and Alexander L. Grossman, whose post office address is No. 217 Broadway, New York, New York, each being at least twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is FEDERAL SILK MILLS SALES, INC.

THIRD: The purposes for which the Corporation is formed are as follows:

- (1) To carry on business in the United States or elsewhere, as merchants, agents, commission merchants, or factors, to buy, sell, and deal in, at wholesale or retail, merchandise, goods, wares, and commodities of every sort, kind or description, and to carry on any other business, whether manufacturing or otherwise, which can be conveniently carried on with any of the company's objects; to open stores, offices or agencies throughout the United States or elsewhere; to purchase or otherwise acquire and undertake, all or any part of the business, property or any liabilities of any persons or company carrying on any kind of business which this company is authorized to carry on.

(2) To borrow or raise moneys for any of the purposes of the Corporation and from time to time, without limit as to amount, to draw, make, accept, endorse, guarantee, execute and issue promissory notes, drafts, bills of exchange, bonds, debentures and other negotiable or non-negotiable instruments and evidences of indebtedness, and to secure the payment thereof and of the interest thereon by mortgage on, or pledge, conveyance or assignment in trust of, the whole or any part of the assets of the corporation, real, personal or mixed, including contract rights, whether at the time owned or thereafter acquired, and to sell, pledge or otherwise dispose of such securities or other obligations of the Corporation for its corporate purposes.

-2-

(3) To sue and be sued, complain and defend in all courts.

(4) To have and use a corporate seal and alter the same at pleasure.

(5) To do everything necessary, proper, advisable or convenient for the accomplishment of any of the purposes or the attainment of any of the objects or the furtherance of any of its general powers.

(6) To carry on any business and to do any and all of the acts and things herein set forth to the same extent as natural persons could do.

(7) Generally to exercise the powers set forth in its charter and those granted by law and to do every other act or thing not inconsistent with law, which may be appropriate to promote and attain the purposes set forth in its charter.

FOURTH: The post office address of the principal office of the Corporation in this State is Artizan Street and Millpoint Road, Williamsport, Maryland. The name and post office address of the resident agent of the Corporation in this State are David Goetz, Route #2, Williamsport, Maryland. Said resident agent is a citizen of this State and actually resides herein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is five thousand (5,000) shares of the par value of Twenty Dollars (\$20.00) a share, all of one class, and having an aggregate par value of One Hundred Thousand Dollars (\$100,000.00).


SIXTH: The number of directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than three; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are David Goetz, Rose Goetz and Alexander L. Grossman.

SEVENTH: The following provision is hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

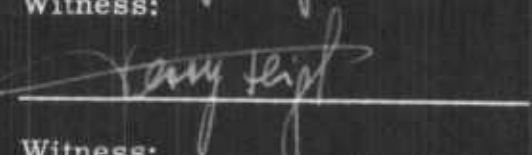
The board of directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized.

EIGHTH: The duration of the Corporation shall be perpetual.

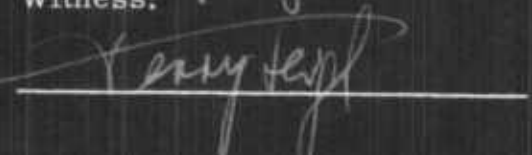
IN WITNESS WHEREOF, we have signed these Articles of Incorporation on the 26th day of July, 1956.

Witness:



David Goetz

Witness:



Rose Goetz

Witness:




Alexander L. Grossman

STATE OF MARYLAND)
) SS:
CITY OF BALTIMORE)

I hereby certify that on the 27 day of July, 1956, before me, the subscriber, a notary public of the State of Maryland in and for the City of Baltimore, personally appeared David Goetz and Rose Goetz and jointly acknowledged the foregoing Article of Incorporation to be their act.

WITNESS my hand and notarial seal, the day and year last above written.




Notary Public


STATE OF NEW YORK)
) SS:
CITY OF NEW YORK)

I hereby certify that on the 25 day of July, 1956, before me, the subscriber, a notary public of the State of New

York in and for the City of New York, personally appeared Alexander L. Grossman and acknowledged the foregoing Articles of Incorporation to be his act.

WITNESS my hand and notarial seal, the day and year last above written.

My commission expires:
PHILIP TILEM
Notary Public, State of New York
No. 24-3985100
Qualified in Kings County
Cert. filed with New York & Bronx County
Commission Expires March 30, 1957


Notary Public


See letter by similar corporation authorizing use of name Federal Silk Mills, Incorporated

ARTICLES OF INCORPORATION
OF
FEDERAL SILK MILLS SALES, INC.

approved by the State Tax Commission of Maryland August 16, 1956 and
received for record August 16, 1956 at 12:45 o'clock P. M. as
in conformity with law and ordered recorded.

A 6051

APPROVAL RECORDED IN
MINUTES - CORPORATE LEDGER
Commissioners

Recorded in Liber *F-6*, folio *898*, one of the Charter Records of the State Tax
Commission of Maryland.

Capital

Increase of Capital

Bonus tax paid \$ *20.00* Recording fee paid \$ *10.00*

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.



Robert A. ...
Secretary

RECEIVED FOR RECORD
WASHINGTON COUNTY
MAY 20 9 33 AM '57

Liby

FOLIO
LIBRARY
LIN SNYDER
CLERK

PLEASANT VALLEY VOLUNTEER FIRE COMPANY, INC.

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Howell C. Happ, whose post office address is Gapland, Maryland, Franklin Harrison, whose post office address is Brownsville, Maryland, Dorothy Harrison, whose post office address is Brownsville, Maryland, and Gerald Haines, whose post office address is Brownsville, Maryland, all in Washington County, State of Maryland, and each of whom is at least 21 years of age, do under and by virtue of the General Laws of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

SECOND: The name of the corporation (which is hereinafter called the "Corporation") is PLEASANT VALLEY VOLUNTEER FIRE COMPANY, INC.

THIRD: That the purposes for which the Corporation is formed and the business and objects to be carried on and promoted by it are as follows:

(a) To acquire and own fire apparatus for use by the corporation in the protection of persons and property from injury, loss, damage, or destruction by fire and fraud; to own and acquire land and to construct and erect buildings for corporate purposes, for the use of the members of the corporation in connection with the housing of fire apparatus and for the providing of a place of meeting for the members of the corporation.

(b) To buy, purchase, lease, rent, acquire by gift, or otherwise, real estate to be used in connection with the operation of a fire company and activities normally associated therewith.

(c) To raise the necessary funds for carrying out the objects of this corporation by soliciting contributions, fees, or dues, borrowing money and issuing notes, bonds, or other evidence of such indebtedness, and executing mortgages, deed of trusts, or other instruments, for the purpose of securing the repayment of any such indebtedness.

(d) To enter into any contract or agreement that will further the objects of this Corporation.

(e) To purchase, lease, acquire by gift or devise, any real, personal, or mixed property, for the use of the Corporation

in carrying out the objects of the Corporation.

That the foregoing objects and purposes are in no wise intended to limit the powers of this Corporation; the Corporation shall have all powers and privileges and shall be subjected to all the limitations and provisions provided by the General Laws of Maryland, authorizing the formation of Corporations, and that the enumeration of the aforesaid powers is not intended to be exclusive or to act as a waiver of any other powers, rights, or privileges granted by the laws of the State of Maryland, now or hereinafter in force.

FOURTH: The principal office of the Corporation is to be located in Gapland, Maryland. The resident agent of the Corporation is Howell C. Happ, whose post office address is Gapland, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation shall have a minimum of six Directors and a maximum of *TEN* Directors. Leroy Jennings, Edward Younkins, Charles Bealer, James Sullivan, Lawrence Anders, and Howard Taulton shall be the first Directors of this Corporation and shall continue in office until their successors are duly chosen and qualified. The Directors of the Corporation shall be members in good standing of the Corporation as said membership is defined in the By-Laws of the Corporation. The number of Directors may be changed from time to time by a majority vote of the members present at the annual meeting of the Corporation.

SIXTH: The first officers of this Corporation shall be: Howell C. Happ, President; Franklin Harrison, Vice President; Dorothy Harrison, Secretary, and Gerald Haines, Treasurer, and they shall continue to serve in their respective capacity until their successors are duly chosen and qualified.

SEVENTH: This Corporation shall be a non profit Corporation and it shall have no capital stock.

EIGHTH: The Board of Directors of this Corporation shall have the power to enact and adopt By-Laws and provide therein for the manner of exercising any and all powers of this Corporation. The By-Laws may be amended at any time by a majority vote of the Board of Directors.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation, this 18th day of August, 1956.

WITNESS:

I. Mary Staley
I. Mary Staley

I. Mary Staley
I. Mary Staley

I. Mary Staley
I. Mary Staley

I. Mary Staley
I. Mary Staley

Howell C. Happ (SEAL)
Howell C. Happ

Franklin M. Harrison (SEAL)
Franklin Harrison

Dorothy Harrison (SEAL)
Dorothy Harrison

Gerald Haines (SEAL)
Gerald Haines

STATE OF MARYLAND)
) TO WIT:
COUNTY OF FREDERICK)

I hereby certify that on this 18th day of August, 1956, before me, the subscriber, a Notary Public, duly commissioned and qualified, in and for the State and County aforesaid, personally appeared Howell C. Happ, Franklin Harrison, Dorothy Harrison, and Gerald Haines, and duly acknowledged the foregoing Articles of Incorporation to be their respective act and deed.



WITNESS my hand and Notarial Seal.

I. Mary Staley
I. Mary Staley
Notary Public

ARTICLES OF INCORPORATION
OF
PLEASANT VALLEY VOLUNTEER FIRE COMPANY, INC.

approved by the State Tax Commission of Maryland
received for record August 20, 1956
in conformity with law and ordered recorded.

August 20, 1956
at 9:23 o'clock A. M. as

A 6175

APPROVAL RECORDED IN
MINUTES - CORPORATE LEDGER
Commissioners

Recorded in Liber F-7, folio 255 one of the Charter Records of the State Tax Commission of Maryland.

Capital

Increase of Capital

41-

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.



Edward W. Ward

Secretary

STATE OF MD.
WASHINGTON COUNTY
RECORDED

MAR 20 9 33 AM '57

FOR
RECORDED
R. PAULIN SANDER
CLERK

Recorded March 20, 1957 at 9:33 A.M. Liber 7
W. H. H. NEEDY, INCORPORATED
ARTICLES OF INCORPORATION

FIRST: We, the undersigned, Wilfred H. Needy, whose Post Office Address is 11 Roessner Avenue, Hagerstown, Maryland, Elizabeth C. Needy, whose Post Office Address is 11 Roessner Avenue, Hagerstown, Maryland, and William J. Dwyer, whose Post Office Address is 82 West Washington Street, Hagerstown, Maryland, each being at least twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation (which is hereinafter called the Corporation) is
W. H. H. Needy, Incorporated

THIRD: The purposes for which the Corporation is formed are as follows:

(a) To engage in the retail jewelry business, including the buying and selling of precious and semi-precious stones,

ornamental jewelry and related items and incidental repairs to same

(b) To manufacture, purchase or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber or dispose of goods, wares, merchandise, implements and other personal property or equipment of every kind.

(c) To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let, or in any manner encumber or dispose of real property wherever situated.

(d) To carry on and transact, for itself or for account of others, the business of general merchants, general brokers, general agents, manufacturers, buyers and sellers of, dealers in, importers and exporters of, natural products, raw materials, manufactured products and marketable goods, wares and merchandise of every description.

(e) To purchase, lease or otherwise acquire, all or any part of the property, rights, businesses, contracts, goodwill, franchises and assets of every kind, of any corporation, co-partnership or individual (including the estate of a decedent), carrying on or having carried on in whole or in part any of the aforesaid businesses or any other businesses that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay for any such property, rights, business, contracts, good-will, franchises or assets, by the issue, in accordance with the Laws of Maryland, of stock, bonds or other securities of the Corporation or otherwise.

(f) To carry on any of the businesses hereinbefore enumerated for itself, or for account of others, or through others for its own account, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly, to effectuate or facilitate the transaction of the aforesaid objects or businesses, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

FOURTH: The Post Office address of the principal office of the Corporation in this State is 28 North Jonathan Street, Hagerstown, Maryland. The name and Post Office address of the resident agent of the Corporation in this State are Wilfred H. Needy, 11 Reessner Avenue, Hagerstown, Maryland. Said resident agent is an individual actually residing in this State.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is Two Hundred (200) Shares of the par value of One Hundred (\$100.00) Dollars a share, all of one class, and having an aggregate par value of Twenty Thousand (\$20,000.00) Dollars.

SIXTH: The number of directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall at all times consist of an odd number of directors and shall never be less than three; and the name of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are: Wilfred H. Needy, Elizabeth C. Needy and William J. Dwyer.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

(1) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized.

(2) All shares of stock to be issued only by the Corporation and cannot be sold, pledged or otherwise disposed of by any stockholder except by permission of the Board of Directors of said Corporation. Any stockholder desiring to dispose of any or all of his stock must first offer same to the Board of Directors for either purchase by them or to an approved purchaser. All sales to be at par value and if not acted upon within ninety (90) days by Board of Directors, said stockholder may sell his stock privately.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation this 16th day of August, A. D. 1956.

WITNESS:

Edna R. Hutch as to Wilfred H. Needy (SEAL)
Edna R. Hutch as to Elizabeth C. Needy (SEAL)
Edna R. Hutch as to William J. Dwyer (SEAL)

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 16th day of August, A. D. 1956, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Wilfred H. Needy, Elizabeth C. Needy and William J. Dwyer, all of whom being personally known to me, and acknowledged the foregoing Articles of Incorporation to be their respective act and deed.

WITNESS my hand and Official Notarial Seal.



John L. Hutch

Notary Public

My Commission Expires: May 6, 1957

ARTICLES OF INCORPORATION

OF

W. H. H. NEEDY, INCORPORATED

approved by the State Tax Commission of Maryland
received for record August 23, 1956
in conformity with law and ordered recorded.

August 23, 1956 and
at 9:12 o'clock A.M. as

A 6216

APPROVAL RECORDED IN 1
MINUTES - CORPORATE LEDGER
Commissioners

Recorded in Liber F-7, folio 470, one of the Charter Records of the State Tax Commission of Maryland.

Capital

Increase of Capital

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Tax Commission of Maryland.



AS WITNESS my hand and seal of the said Commission at Baltimore.

[Handwritten signature]

Secretary

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

MAR 20 9 33 AM '57

BER FOLIO
VIDE [unclear]
MERLIN SWYDER
CLERK

Incorporated

57

Recorded March 20, 1957 at 9:33 A.M. Liber 7

ARTICLES OF INCORPORATION
OF
305 N. POTOMAC, INC.

THIS IS TO CERTIFY:

FIRST: That we, the undersigned, Frank S. Suter, whose post office address is 305 N. Potomac Street, Hagerstown, Maryland, Charles M. Rouzer, whose post office address is 9 Cypress Street, Hagerstown, Maryland, and R. Franklin Rouzer, whose post office address is 293 Frederick Street, Hagerstown, Maryland, each being at least twenty-one years of age, do hereby associate ourselves as Incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: That the name of the corporation (which is hereinafter called the "Corporation") is 305 N. POTOMAC, INC.

THIRD: The purposes for which the Corporation is formed are as follows:

(a) To acquire by purchase or lease, or otherwise, lands and interests in lands and to own, hold, improve, develop, and manage any real estate so acquired and to erect or cause to be erected on any lands owned, held, or occupied by the Corporation,

buildings or other structures with their appurtenances, and to rebuild, enlarge, alter, or improve any buildings or other structures now or hereafter erected on any lands so owned, held, or occupied, and to mortgage, sell, lease, or otherwise dispose of any lands or interests in lands and in buildings or other structures, and any stores, shops, suites, rooms, or parts of any buildings or other structures at any time owned or held by the Corporation.

(b) To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let or in any manner encumber or dispose of real property wherever situated.

(c) To carry on any of the businesses hereinbefore enumerated for itself or for account of others or through others for itself on account and to carry on any other business which may be deemed by it to be calculated directly or indirectly to effectuate or facilitate the transaction of the aforesaid objects or business or any of them or any part thereof or to enhance the value of its property, businesses or rights.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance and not in limitation of the powers conferred upon the Corporation by law and is not intended by the mention of any particular purpose, object or business in any manner to limit or restrict the generality of any other business, object or purpose mentioned or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed and subject in all particulars to the limitations relative to corporations which are contained in the General Laws of this State.

FOURTH: The post office address of the principal office of the Corporation in this State is 305 N. Potomac Street, Hagerstown, Maryland. The name and post office address of the resident agent of the Corporation in this State are Charles M. Rouzer, 9 Cypress Street, Hagerstown, Maryland. Said resident agent is an individual actually residing in this State.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is Two Thousand Five Hundred

2,500 shares of the par value of \$100.00 each, all of one class and having an aggregate par value of \$250,000.00.

SIXTH: The number of directors of this Corporation shall be three (3), which number may be increased or decreased pursuant to the bylaws of the Corporation, but shall never be less than three; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are Frank S. Suter, Charles M. Rouzer, and R. Franklin Rouzer.

SEVENTH: The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of its shares of stock of any class, whether now or hereafter authorized, and securities convertible into shares of its stock, whether now or hereafter authorized, or such consideration as said Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the bylaws of the Corporation or the General Laws of the State of Maryland.

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance of Three Hundred Thirty-seven (337) fully paid and non-assessable shares of the common stock of the Corporation at par value for the following consideration; all that lot or parcel of land together with the improvements thereon the street number thereof being 305 North Potomac Street, situate at the Northwest corner of the intersection formed by North Potomac Street and West Bethel Street in Hagerstown, Washington County, Maryland, it being all of that same land and property which was conveyed unto Frank S. Suter, et als, by Charles E. Branin by deed dated May 16, 1931, and of record at Liber 188, folio 478, among the Washington County Land Records.

The actual value of said consideration fixed by the Incorporators is not less than \$33,700.00.

EIGHTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

(a) The Board of Directors shall from time to time determine whether and to what extent, and at what time and places, and under what conditions and regulations, the accounts and books of the Corporation, or any of them, shall be open to the inspection of the stockholders, and no stockholder shall have the right to inspect any account, book or document of the Corporation except

as conferred by the statutes of Maryland or as authorized by the Board of Directors or by a resolution of the stockholders.

(b) The Board of Directors shall have the power to mortgage the property of the Corporation from time to time without the approval of the stockholders, subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

(c) No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any directors individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

NINTH: This Corporation reserves the right to amend, alter, change, add to or repeal any provisions contained in this Certificate of Incorporation, in any manner now or hereafter prescribed by statute, and all rights conferred upon officers, directors and stockholders herein are granted subject to this reservation.

TENTH: The duration of this Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed this Article of Incorporation on this 17th day of August, A.D., 1956.

WITNESS:

Frank S. Suter
Frank S. Suter

Charles M. Rouzer
Charles M. Rouzer

R. Franklin Rouzer
R. Franklin Rouzer

Martha A. Crilley
Martha A. Crilley

STATE OF MARYLAND, WASHINGTON COUNTY, TO-WIT:

THIS IS TO CERTIFY, That on the 17th day of August, A.D. 1956, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Frank S. Suter, Charles M. Rouzer and R. Franklin Rouzer and severally acknowledged the foregoing Articles of Incorporation to be their respective act.

WITNESS my hand and Notarial Seal the day and date last above written.

Martha A. Crilley
Martha A. Crilley
Notary Public
My Commission Expires:
May 6, 1957



ARTICLES OF INCORPORATION

OF

305 N. POTOMAC, INC.

approved by the State Tax Commission of Maryland August 27, 1956 and
received for record August 27, 1956 at 9:13 o'clock A. M. as
in conformity with law and ordered recorded.

A 6252

APPROVAL RECORDED #
MINUTES - CORPORATIONS
Commissioners

Recorded in Liber *F-7*, folio *687*, one of the Charter Records of the State Tax Commission of Maryland.

Capital

Increase of Capital

Bonus tax paid \$ *50.00* Recording fee paid \$ *12.00*

To the clerk of the Circuit Court of Washington County

63

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.



Edward W. Davis
Secretary

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

MAR 20 9 33 AM '57

LIBER FOLIO
MERLIN SNYDER
CLERK

Recorded March 20, 1957 at 9:33 A.M. Liber 7

ARTICLES OF INCORPORATION

OF

HESCO, INC.

--ooOoo--

FIRST: WE, THE UNDERSIGNED, F. Stanley Saurman, whose post-office address is No. 738 Churchville Road, Southampton, Pennsylvania, Henry G. Canda, Jr., whose post-office address is No. 509 St. Davids Avenue, St. Davids, Pennsylvania, and Marie R. Sessa whose post-office address is No. 1598 Ormond Avenue, Camden, New Jersey, each being at least twenty-one years of age, do, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves as incorporators with the intention of forming a corporation.

SECOND: The name of the corporation is

HESCO, INC.

THIRD: The purposes for which the corporation is formed are:

To design, manufacture, produce, prepare, buy, acquire, sell, distribute, export, import, dispose of,

and generally deal in and with plastics, and the products and by-products thereof; to perform engraving work of all kinds, and to carry on any trade or business incident to the foregoing or connected therewith.

To import, export, manufacture, produce, buy, sell, and otherwise deal in and with, goods, wares and merchandise of every class and description.

To engage in and carry on any other business which may conveniently be conducted in conjunction with any of the business of the corporation.

To acquire all or any part of the good will, rights, property and business of any person, firm, association or corporation heretofore or hereafter engaged in any business similar to any business which the corporation has the power to conduct, and to hold, utilize, enjoy and in any manner dispose of the whole or any part of the rights, property and business so acquired, and to assume in connection therewith any liabilities of any such person, firm, association or corporation.

To apply for, obtain, purchase or otherwise acquire, any patents, copyrights, licenses, trade-marks, trade names, rights, processes, formulas, and the like, which may seem capable of being used for any of the purposes of the corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account, the same.

To acquire by purchase, subscription or in any other manner, take, receive, hold, use, employ, sell, assign, transfer, exchange, pledge, mortgage, lease, dispose of and otherwise deal in and with, any shares of stock, shares, bonds, debentures, notes, mortgages or other obligations, and any certificates, receipts, warrants or other instruments evidencing rights or options to receive, purchase or subscribe for the same or representing any other rights or interests therein or in any property or assets, issued or created by any persons, firms, associations, corporations, syndicates,

or by any governments or subdivisions thereof; and to possess and exercise in respect thereof any and all the rights, powers and privileges of individual holders.

To aid in any manner any person, firm, association, corporation or syndicate, any shares of stock, shares, bonds, debentures, notes, mortgages or other obligations of which, or any certificates, receipts, warrants or other instruments evidencing rights or options to receive, purchase or subscribe for the same, or representing any other rights or interests therein, are held by or for this corporation, or in the welfare of which this corporation shall have any interest, and to do any acts or things designed to protect, preserve, improve and enhance the value of any such property or interest, or any other property of this corporation.

To guarantee the payment of dividends upon any shares of stock or shares in, or the performance of any contract by, any other corporation or association in which this corporation has an interest, and to endorse or otherwise guarantee the payment of the principal and interest, or either, of any bonds, debentures, notes or other evidences of indebtedness created or issued by any such other corporation or association.

To carry out all or any part of the foregoing objects as principal, factor, agent, contractor, or otherwise, either alone or through or in conjunction with any person, firm, association or corporation, and, in carrying on its business and for the purpose of attaining or furthering any of its objects and purposes, to make and perform any contracts and to do any acts and things, and to exercise any powers suitable, convenient or proper for the accomplishment of any of the objects and purposes herein enumerated or incidental to the powers herein specified, or which at any time may appear conducive to or expedient for the accomplishment of any such objects and purposes.

To carry out all or any part of the aforesaid objects and purposes, and to conduct its business in

all or any of its branches, in any or all states, territories, districts and possessions of the United States of America and in foreign countries; and to maintain offices and agencies in any or all states, territories, districts and possessions of the United States of America and in foreign countries.

The foregoing objects and purposes shall, except when otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause of this or any other article of these articles of incorporation or of any amendment thereto, and shall each be regarded as independent, and construed as powers as well as objects and purposes.

The corporation shall be authorized to exercise and enjoy all of the powers, rights and privileges granted to, or conferred upon, corporations of a similar character by the General Laws of the State of Maryland now or hereafter in force, and the enumeration of the foregoing powers shall not be deemed to exclude any powers, rights or privileges so granted or conferred.

FOURTH: The post-office address of the principal office of the corporation in this State is No. 720 North Mulberry Street, Hagerstown, Maryland. The name of the resident agent of the corporation in this State is George M. Custer, and the post-office address of the resident agent is No. 720 North Mulberry Street, Hagerstown, Maryland.

FIFTH: The total number of shares of stock which the corporation shall have authority to issue is one thousand (1,000) shares, all of one class, of the par value of One Hundred Dollars (\$100.00) each and of the aggregate par value of One Hundred Thousand Dollars (\$100,000.00).

SIXTH: The number of directors of the corporation shall be three (3), which number may be increased or decreased pursuant to the by-laws of the corporation and shall never be less than three (3). The names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are:

Joseph M. Breneman

John H. Hartmen, Jr.

Hess E. Fritz

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the corporation and of the directors and stockholders:

The board of directors of the corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized.

No holder of shares of stock of any class shall be entitled as a matter of right to subscribe for or purchase or receive any part of any new or additional issue of shares of stock of any class or of securities convertible into shares of stock of any class, whether now or hereafter authorized or whether issued for money, for a consideration other than money or by way of dividend.

The corporation reserves the right from time to time to make any amendment of its charter, now or hereafter authorized by law, including any amendment which alters the contract rights, as expressly set forth in its charter, of any outstanding stock.

EIGHTH: The duration of the corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these articles of incorporation on August 29 1956.

F. Stanley Sturman
F. Stanley Sturman

Henry G. Canda, Jr.
Henry G. Canda, Jr.

Marie R. Sessa
Marie R. Sessa

WITNESS:

Theima R. Rooke
Theima R. Rooke

STATE OF PENNSYLVANIA }
COUNTY OF PHILADELPHIA } ss:

I HEREBY CERTIFY that on August 29, 1956, before me, the subscriber, a notary public of the State of Pennsylvania, in and for the County of Philadelphia, personally appeared F. Stanley Saurman, Henry G. Canda, Jr., and Marie R. Sessa and severally acknowledged the foregoing articles of incorporation to be their act.

WITNESS my hand and notarial seal or stamp the day and year last above written.

Eleanor Kearney
Notary Public
NOTARY PUBLIC
My Commission Expires 1957

68

ARTICLES OF INCORPORATION
OF
HESCO, INC.

approved by the State Tax Commission of Maryland August 30, 1956 and
received for record August 30, 1956 at 11:00 o'clock A M. as
in conformity with law and ordered recorded.

A 6264

.....
APPROVAL RECORDED IN
MINUTES - CORPORATE LEDGER
Commissioners

Recorded in Liber F-7, folio 749, one of the Charter Records of the State Tax Commission of Maryland.

Capital

Increase of Capital

Bonus tax paid \$ 20.00 Recording fee paid \$ 11.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Tax Commission of Maryland.



AS WITNESS my hand and seal of the said Commission at Baltimore.

[Handwritten signature]

Secretary

RECEIVED
STATE OF MD.
WASHINGTON COUNTY
RECORDED FOR RECORD
MAR 20 9 33 AM '57
LIBRARY FOLIO
COMMISSIONER OF RECORDS
C. MARILYN SHYDER
CLERK

Recorded March 20, 1957 at 9:33 A.M. Liber 7

Upon motion duly made, seconded and unanimously carried; it was

RESOLVED, That the address of the principal office of the corporation be changed from No. 203 Second National Bank Building, Hagerstown, Maryland, to No. 313 Earle Building, Hagerstown, Maryland.

I hereby certify that the foregoing is a true and correct copy of a resolution duly passed at the regular meeting of the Board of Directors of Charles W. Humrichouse Estate, Inc., held at Hagerstown, Maryland, on July 28, 1956, at which meeting a quorum was present.



True Copy TEST *[Signature]*
Assistant Secretary

NOTICE OF CHANGE OF PRINCIPAL OFFICE

OF

CHARLES W. HUMRICHOUSE ESTATE, INC.

received for record August 3, 1956, at 9:18 A. M.

and recorded in Liber No.

Folio No. 1009 one of F-7

the charter records of the State Tax Commission of Maryland.

Clerk of the Circuit Court of Washington County

AA N^o 1398

Recording Fee Paid \$2.00

VB The Hagerstown, Maryland, Chapter
of SPEBSQSA, Inc.

Recorded March 20, 1957 at
9:33 A.M. Liber 627

ARTICLES OF INCORPORATION

(Under section 4)

FIRST: WE, THE UNDERSIGNED, P. Page Armel, whose post office address is No. 25 Belview Avenue, Hagerstown, Md., Edward A. Caskey, whose post office address is No. 106 Clearview Road, Hagerstown, Md., and Hubert C. Smith, whose post office address is Rt. # 3, Hagerstown, Md., each being at least twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is: The Hagerstown, Maryland, Chapter of SPEBSQSA, Inc.

THIRD: The purpose for which the Corporation is formed are as follows:

The object of this Chapter shall be to perpetuate the old American institution, the Barber Shop Quartet, and to promote and encourage vocal harmony and good fellowship among its members; to promote and encourage the education of the public in music appreciation, and to promote public appreciation of Barber Shop Quartet singing.

FOURTH: The post office address of the principal office of the Corporation in this State is, P.O. Box 527, Hagerstown, Md. The name and post office address of the resident agent of the Corporation in this State are J. Chr. Monath, P.O. Box 527, Hagerstown, Md. Said resident agent is a citizen of this State and actually resides herein.

FIFTH: The Corporation shall be without capital stock and will not be operated for profit.

ARTICLES OF INCORPORATION (con't.)

SIXTH: The number of directors of the Corporation shall be nine (9), which number may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than three; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are; P. Page Armel, Paul E. Burger, Edward A. Caskey, David G. Brimlow, Hubert C. Smith, Kenneth E. Sinn, Joseph E. Schindler, Clarke L. Jennings and Roy C. Duffey.

SEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on August 30, , 19 56 .

P. Page Armel
P. PAGE ARMEL

Edward A. Caskey
EDWARD A. CASKEY

Hubert C. Smith
HUBERT C. SMITH

Witness;

Edward B. Selser
Edward B. Selser

STATE OF MARYLAND ,

County of WASHINGTON , ss;

I HEREBY CERTIFY that on August 30, , 1956 , before me the subscriber, a notary public of the State of Maryland in and for the County of Washington personally appeared P. Page Armel , Edward A. Caskey and Hubert C. Smith and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and notarial seal, the day and year last above written.



Dorothy C. Selser
Dorothy C. Selser
Notary Public

ARTICLES OF INCORPORATION
OF
THE HAGERSTOWN, MARYLAND, CHAPTER OF SPEBSQSA, INC.

approved by the State Tax Commission of Maryland September 11, 1956 and
received for record September 11, 1956 at 9:00 o'clock A. M. as
in conformity with law and ordered recorded.

A 6414

APPROVAL RECORDED IN
MINUTES - CORPORATE LEDGER

Commissioners

Recorded in Liber *F-8*, folio *378*, one of the Charter Records of the State Tax
Commission of Maryland.

Capital

Increase of Capital

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.



AS WITNESS my hand and seal of the said Commission at Baltimore.

Robert W. Ward
Secretary

CLERK OF MD.
WASHINGTON COUNTY
RECORDED FOR RECORD

Mar 27 9 33 AM '57

FOLIO

Martha Snyder
CLERK

ARTICLES OF INCORPORATION
OF
FORTNEY TRAILER SALES, INC.

This Is To Certify:

FIRST: That we, the subscribers, Daniel W. Fortney, whose post office address is Route #6, Middleburg Pike, Hagerstown, Maryland; Frances S. Fortney, whose post office address is Route #6, Middleburg Pike, Hagerstown, Maryland, and Merle S. Elliott, whose post office address is 247 South Potomac Street, Hagerstown, Maryland; all being at least twenty-one years of age, do, under and by virtue of the General Laws of the State of Maryland, authorizing the formation of corporation, associate ourselves with the intention of forming a corporation by the execution and filing of these Articles.

SECOND: That the name of the corporation (which is hereinafter called the Corporation) is:

FORTNEY TRAILER SALES, INC.

THIRD: The purposes for which the Corporation is formed are as follows:

(A) To purchase, sell, rent and deal in new and used trailers, including, but not limited to, all types of house trailers; to purchase, sell, rent and deal in equipment, furniture, and appliances for the trailers.

(B) To acquire by purchase, lease or otherwise, lands and interests in lands, to own, hold, improve, develop and manage any lands so acquired for the purpose of conducting thereon a general trailer park business and for the purpose of renting, leasing and letting such lands, whether improved or unimproved, for the conducting of any lawful business, trade or occupation customarily associated with trailer parks; and to render all necessary and incidental services in connection therewith, including the selling and supplying of gasoline, oil and other petroleum products, automobile accessories and equipment.

(C) To engage in the business of transporting intrastate and interstate all equipment and property used and sold in connection with this business.

(D) To manufacture, purchase or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber or dispose of goods, wares, merchandise, implements, and other personal property or equipment of every kind.

(E) To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let, or in any manner encumber or dispose of real property wherever situated.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law,

and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this State.

FOURTH: The post office address of the principal office of the Corporation in this state is Route #6, Middleburg Pike, Hagerstown, Maryland. The resident agent of the Corporation is Daniel W. Fortney whose post office address is Route #6, Middleburg Pike, Hagerstown, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock of the Corporation is Ten Thousand (10,000) Shares of the par value of Ten (\$10.00) Dollars per share, all of which shares are common stock and having an aggregate par value of One Hundred Thousand (\$100,000.00) Dollars.

SIXTH: The number of directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than three (3); and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are Daniel W. Fortney, Frances S. Fortney and Merle S. Elliott.

SEVENTH: The following provision is hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

(A) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized; for such considerations as said Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

EIGHTH: The duration of the Corporation shall be perpetual.

NINTH: The Corporation may enter into contracts or transact business with one or more of its directors or with any firm of which one or more of its directors are members, or with

any corporation or association in which one or more of its directors are stockholders, directors or officers, and such contract or transaction shall not be invalidated or in anywise affected by the fact that any such director or directors might have interests therein which are or might be adverse to the interests of this Corporation, even though the vote of the director or directors having such adverse interests shall have been necessary to obligate this Corporation upon such contract or transaction; and no director or directors having such adverse interest shall be liable to this Corporation or to any stockholder or creditor thereof, or to any other person, for any loss incurred by it under or by reason of any such contract or transaction; nor shall any such director or directors be accountable for any gains or profits realized thereon; always provided, however, that such contract or transaction shall, at the time it was entered into, have been a reasonable one to have been entered into and shall have been upon terms that at the time were fair, and provided that the fact that such director or directors are so interested shall have been disclosed to the Board of Directors or shall have been known to a majority of the Board of Directors.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on the 4th day of September, A.D., 1956.

WITNESS:

<u>Patricia Lee Rensch</u>	<u>Daniel W. Fortney</u> Daniel W. Fortney
<u>Patricia Lee Rensch</u>	<u>Frances S. Fortney</u> Frances S. Fortney
<u>Patricia Lee Rensch</u>	<u>Merle S. Elliott</u> Merle S. Elliott

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 5th day of September, A.D., 1956, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Daniel W. Fortney, Frances S. Fortney and Merle S. Elliott, and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Official Notarial Seal.



Betty Baker
Notary Public

ARTICLES OF INCORPORATION
OF
FORTNEY TRAILER SALES, INC.

approved by the State Tax Commission of Maryland September 7, 1956 and
received for record September 7, 1956 at 9:00 o'clock A. M. as
in conformity with law and ordered recorded.

A 6389

APPROVAL RECORDED IN
MINUTES - CORPORATE LEDGER

Commissioners

Recorded in Liber *F-8*, folio *245*, one of the Charter Records of the State Tax
Commission of Maryland.

Capital

Increase of Capital

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.



[Handwritten Signature]
Secretary

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

MAR 20 9 33 AM '57

LIBER FOLIO
MICROFILMED
C. MERLIN SWYDER
CLERK

15
✓
Recorded March 20, 1957 at 9:32 A.M. Liber 7

77

ARTICLES OF INCORPORATION

M. S. JOHNSTON CO., INC.

THIS IS TO CERTIFY:

First: That we, the subscribers, Maurice S. Johnston, whose post office address is 1950 Pennsylvania Avenue, Hagerstown, Washington County, Maryland, Mary I. Johnston, whose post office address is 1950 Pennsylvania Avenue, Hagerstown, Washington County, Maryland, and Maurice F. Johnston, whose post office address is 900 Mulberry Avenue, Hagerstown, Washington County, Maryland, each of whom are at least 21 years of age, do hereby, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves for the purpose and with the intention of forming a corporation.

Second: That the name of the corporation is:

M. S. JOHNSTON CO., INC.

Third: That the purposes for which the corporation is formed and the business or objects to be carried on and promoted by it are as follows:

A. To exercise all or any of the general powers conferred upon corporations by the General Laws of Maryland as now existing and any and all amendments thereto hereafter made (and without in any way limiting the right to exercise such general powers) and in addition thereto.

B. To manufacture, buy, sell, store, exchange and otherwise deal in, both at wholesale and retail, appliances of all types, heating, refrigerating and air conditioning equipment of all types and the servicing thereof; to engage in the general business of buying, selling and servicing said appliances, heating, refrigerating and air conditioning equipment; to acquire, deal in and dispose of, buy and sell any and all equipment, trucks and property, both real and personal, of any nature or description.

C. To carry on and transact for itself or for account of others the business of general merchants or dealers in natural products, raw materials, manufactured products and goods, wares and merchandise of every description and nature.

D. To purchase, acquire, dispose of, lease and sell all or any part of the property, rights, businesses, contracts, good will, franchises, and assets of every kind of any corporation, partnership or individual engaged in, carrying on or having

carried on in whole or in part any business that the Corporation may be authorized to carry on and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof.

E. To apply for, obtain, purchase or otherwise acquire any patents, copyrights, licenses, trade marks, trade names, rights, processes, formulae and the like which may be used for or be incidental to any of the purposes of the Corporation and to use, exercise, develop and grant licenses in respect of, sell or otherwise dispose of and deal in the same.

Fourth: The post office address of the principal office of the Corporation in this State will be located at 1950 Pennsylvania Avenue, Hagerstown, Washington County, Maryland. The resident agent of the Corporation is Maurice S. Johnston, whose post office address is 1950 Pennsylvania Avenue, Hagerstown, Washington County, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

Fifth: The total number of shares of stock of all classes which the corporation has authority to issue is 2,000 shares having a par value of \$100.00 each; the aggregate par value of all of such shares is \$200,000.00 .

Sixth: The shares of said stock shall be non-assessable and shall be entitled to one vote per share at all meetings of stockholders of the Corporation. Dividends may be declared thereon in such amounts and at such times as the directors may determine, subject to the provisions of law. Said shares of stock shall be redeemable, in whole or in part, at any time upon not less than 30 days' written notice, by lot or otherwise, as may be determined by the Board of Directors, at not less than the par value thereof plus any and all dividends theretofore declared but unpaid thereon. In the event of liquidation or winding up of the affairs of the corporation, whether voluntary or involuntary, the assets remaining after the payment of all debts, taxes, costs and expenses shall be distributed to the holders of said stock in proportion to their respective holdings thereof.

Seventh: The shares of stock of the corporation shall be transferrable only on the books of the Corporation upon surrender of the certificates therefor properly endorsed.

Eighth: The Corporation shall have three directors, and Maurice S. Johnston, whose post office address is 1950 Pennsylvania Avenue, Hagerstown, Maryland, Mary I. Johnston, whose post office address is 1950 Pennsylvania Avenue, Hagerstown, Maryland, and

Maurice F. Johnston, whose post office address is 900 Mulberry Avenue, Hagerstown, Maryland, shall act as such until the first annual meeting of stockholders or until their successors are duly chosen and qualified.

Ninth: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

a. The Board of Directors of the Corporation is hereby authorized and empowered to authorize the issuance from time to time of shares of stock, of any class, whether now or hereafter authorized or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such considerations as said Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be provided by law or set forth in the by-laws of the Corporation.

b. No contract or other transaction between this Corporation and any other corporation and no act of this corporation shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in or are directors or officers of such other corporation; any director individually, or any firm of which any director may be a member, may be a party to or may be pecuniarily or otherwise interested in any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the board of directors or a majority thereof; and any Director of this Corporation who is also a Director or officer of such other corporation or is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation which shall authorize any such contract or transaction and may vote thereat to authorize any such contract or transaction with like force and effect as if he were not such director or officer of such other corporation or not so interested.

c. At any meeting of the stockholders, any action taken or authorized which, in the absence of this provision, would require a greater proportion of such votes, shall be valid and effective if taken or authorized by a majority of the votes of all classes of stock entitled to be cast.

d. The Corporation reserves the right to make from time to time any amendments of its charter which may now or hereafter be authorized by law, including any amendments changing the terms

of any class of its stock by classification, reclassification or otherwise. Any such amendment shall be valid if authorized by the same vote and procedure as are required in the case of charter amendments not changing the terms of outstanding stock.

e. No stockholder shall have any preemptive right or rights to acquire any additional shares.

Tenth: The Charter of this Corporation shall be perpetual.

Maurice S. Johnston
Maurice S. Johnston

Mary I. Johnston
Mary I. Johnston

Maurice F. Johnston
Maurice F. Johnston

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STATE OF MARYLAND, WASHINGTON COUNTY, To-wit:-

I HEREBY CERTIFY, That on this 12th day of September, A.D., 1956, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Maurice S. Johnston, Mary I. Johnston and Maurice F. Johnston, personally known to me to be the persons whose names are subscribed to the foregoing instrument, and who did each acknowledge that they executed the same for the purposes therein contained.

WITNESS my hand and official Notarial Seal.

Susan Bester
NOTARY PUBLIC
Susan Bester

My Commission Expires: May 6, 1957



ARTICLES OF INCORPORATION
OF
M. S. JOHNSTON CO., INC.

approved by the State Tax Commission of Maryland September 18, 1956 and
received for record September 18, 1956 at 9:00 o'clock A. M. as
in conformity with law and ordered recorded.

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APPROVAL RECORDED IN
MINUTES - CORPORATE LEDGER
Commissioners

Recorded in Liber F-8, folio 688, one of the Charter Records of the State Tax Commission of Maryland.

Capital

Increase of Capital

Bonus tax paid \$.....40.00..... Recording fee paid \$.....10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Tax Commission of Maryland.



AS WITNESS my hand and seal of the said Commission at Baltimore.

Samuel C. Strite
Secretary

SAMUEL C. STRITE
ATTORNEY AT LAW
HAGERSTOWN, MD.

Recorded April 3, 1957 at 3:46 P.M. Liber 7

I, Georganne Shingleton, do hereby certify that I am Secretary of Hagerstown Motor Express Co., Inc., a Corporation organized under the Laws of the State of Maryland, and that the following is a true, complete and correct copy of a resolution adopted at a meeting of the Board of Directors of this Corporation, duly and properly called and held on the fifth day of September, 1956; that a quorum was present at the meeting; that the resolution is set forth in the minutes of the meeting and has not been rescinded or modified:

Resolved: That the resident agent of the Corporation in the State of Maryland be changed to J. Robert Shingleton, whose post office address is 526 Frederick Street, Hagerstown, Maryland, an individual actually residing in the State of Maryland.

IN WITNESS WHEREOF, I have hereunto
subscribed my name and affixed the seal of this
Corporation this fifth day of September, 1956.

Georganne M. Shingleton
Georganne Shingleton
Secretary



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NOTICE OF CHANGE OF RESIDENT AGENT

OF

HAGERSTOWN MOTOR EXPRESS CO., INC.

received for record October 19, 1956, at 9:14 A. M.

and recorded in Liber No. *F-11* Folio No. *415* one of

the charter records of the State Tax Commission of Maryland.

Clerk of the Circuit Court of Washington County

AA N^o 1455

Recording Fee Paid \$2.00

82

Recorded April 3, 1957 at 3:46 P.M. Liber ~~73~~

ARTICLES OF INCORPORATION

OF

THE JUNIOR FALCON FLYING CLUB, INC.

FIRST: We, the undersigned, Lester G. Querry, whose
post office address is 317 Brookline Avenue, Hagerstown, Mary-
land, David G. Lewis, whose post office address is Smithburg,
Maryland, and William J. Dwyer, whose post office address is
82 West Washington Street, Hagerstown, Maryland, each being at
least twenty-one years of age, do hereby associate ourselves as
incorporators with the intention of forming a corporation under
and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is herein-after called the Corporation) is

THE JUNIOR FALCON FLYING CLUB, INC.

THIRD: The purposes for which the Corporation is formed are as follows:

(a) To organize and operate an association to foster and promote an interest in flying in the youth of the community, with no part of the net earnings of which is to inure to the benefit of any member, shareholder or other individual.

(b) The special object of the Corporation shall be to sell membership to qualified youth of the community, which membership shall include a series of flying instruction preparatory to their obtaining a private pilot's license under the applicable rules of the Civil Aeronautics Authority of the United States and the State Aviation Commission of the State of Maryland.

(c) To manufacture, purchase or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber or dispose of goods, wares, merchandise, implements, and other personal property or equipment of every kind.

(d) To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let, or in any manner encumber or dispose of real property wherever situated.

FOURTH: The post office address of the principal office of the Corporation in this State is Civil Air Patrol Building, RD #6, Middleburg Pike, Hagerstown, Washington County, Maryland. The resident agent of the Corporation is Lester G. Querry, whose post office address is 317 Brookline Avenue, Hagerstown, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation is not authorized to issue any capital stock. The Board of Directors may choose the first members of the Corporation in accordance with the By-Laws. Members may resign or be removed, vacancies may be filled and additional members elected in accordance with the By-Laws.

SIXTH: The number of directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than three and shall at all times constitute an odd number. The names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify

are, Lester G. Querry, David G. Lewis and William J. Dwyer.

SEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 26th day of September, A.D., 1956.

WITNESS

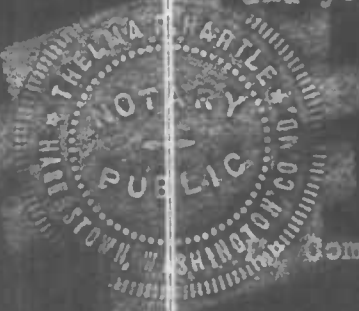
<u>Helma R. Haute</u>	as to	<u>Lester G. Querry</u> Lester G. Querry
<u>Helma R. Haute</u>	as to	<u>David G. Lewis</u> David G. Lewis
<u>Helma R. Haute</u>	as to	<u>William J. Dwyer</u> William J. Dwyer

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STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY that on this 26th day of September, A.D., 1956, before me, the subscriber, a Notary Public of the State of Maryland in and for Washington County, personally appeared Lester G. Querry, David G. Lewis and William J. Dwyer and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and official Notarial seal, the day and year last above written.



Helma R. Haute

Notary Public

Commission Expires: May 6, 1957.

ARTICLES OF INCORPORATION
OF
THE JUNIOR FALCON FLYING CLUB, INC.

approved by the State Tax Commission of Maryland October 3, 1956 and
received for record October 3, 1956 at 9:00 o'clock A. M. as
in conformity with law and ordered recorded.

A 6621

APPROVAL RECORDED IN
MINUTES - CORPORATE LEDGER
Commissioners

Recorded in Liber *F-9*, folio *346*, one of the Charter Records of the State Tax
Commission of Maryland.

Capital

Increase of Capital

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.



[Signature]
Secretary

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

APR 3 3 46 PM '57

LIBER FOLIO
LAND RECORDS
G. MERLIN SNYDER
CLERK

Recorded April 3, 1957 at 3:46 P.M Liber 7

ARTICLES OF INCORPORATION
OF
HAGERSTOWN RECREATION CENTER, INC.

THIS IS TO CERTIFY:

FIRST: THAT WE, THE SUBSCRIBERS ERNEST J. FENNEL WHOSE POSTOFFICE ADDRESS IS 1435 POTOMAC AVENUE, HAGERSTOWN, MARYLAND, WILMER E. KRETZER WHOSE POSTOFFICE ADDRESS IS 820 MARION STREET, HAGERSTOWN, MARYLAND, JOHN YOUNG WHOSE POSTOFFICE ADDRESS IS 1324 POTOMAC AVENUE, HAGERSTOWN, MARYLAND, JOSEPH B. YINGLING WHOSE POSTOFFICE ADDRESS IS 823 VIRGINIA AVENUE, HAGERSTOWN, MARYLAND, AND LESTER D. TALHELM WHOSE POSTOFFICE ADDRESS IS STATE LINE, PENNSYLVANIA, ALL BEING AT LEAST TWENTY-ONE YEARS OF AGE, DO UNDER AND BY VIRTUE OF THE GENERAL LAWS OF THE STATE OF MARYLAND AUTHORIZING THE FORMATION OF CORPORATIONS, ASSOCIATE OURSELVES WITH THE INTENTION OF FORMING A CORPORATION BY THE EXECUTION AND FILING OF THESE ARTICLES.

SECOND: THAT THE NAME OF THE CORPORATION (WHICH IS HEREINAFTER CALLED THE "CORPORATION") IS:

HAGERSTOWN RECREATION CENTER, INC.

THIRD: THE PURPOSES FOR WHICH THE CORPORATION IS FORMED ARE AS FOLLOWS:

(A) TO PURCHASE, ACQUIRE, DEVELOP, CONSTRUCT, SELL, LEASE, LET, OWN, AND MANAGE BOWLING ALLEYS, THEATERS, PLAYHOUSES, GARDENS, OR OTHER PLACES FOR EXHIBITIONS, CONTESTS, AND AMUSEMENTS OF EVERY KIND AND NATURE.

(B) TO MANUFACTURE, PURCHASE OR OTHERWISE ACQUIRE, HOLD, MORTGAGE, PLEDGE, SELL, TRANSFER, OR IN ANY MANNER ENCUMBER OR DISPOSE OF GOODS, WARES, MERCHANDISE, IMPLEMENTS, AND OTHER PERSONAL PROPERTY OR EQUIPMENT OF EVERY KIND.

(C) TO PURCHASE, LEASE OR OTHERWISE ACQUIRE, HOLD, DEVELOP, IMPROVE, MORTGAGE, SELL, EXCHANGE, LET, OR IN ANY MANNER ENCUMBER OR DISPOSE OF REAL PROPERTY WHEREVER SITUATED.

(D) TO CARRY ON AND TRANSACT, FOR ITSELF OR FOR ACCOUNT OF OTHERS, THE BUSINESS OF GENERAL MERCHANTS, GENERAL BROKERS, GENERAL AGENTS, MANUFACTURERS, BUYERS AND SELLERS OF, DEALERS IN, IMPORTERS AND EXPORTERS OF NATURAL PRODUCTS, RAW MATERIALS, MANUFACTURED PRODUCTS AND MARKETABLE GOODS, WARES AND MERCHANDISE OF EVERY DESCRIPTION.

(E) TO PURCHASE, LEASE OR OTHERWISE ACQUIRE, ALL OR ANY PART OF THE PROPERTY, RIGHTS, BUSINESSES, CONTRACTS, GOOD-WILL, FRANCHISES AND ASSETS OF EVERY KIND, OF ANY CORPORATION, CO-PARTNERSHIP OR INDIVIDUAL (INCLUDING THE ESTATE OF A DECEDENT), CARRYING ON OR HAVING CARRIED ON IN WHOLE OR IN PART ANY OF THE AFORESAID BUSINESSES OR ANY OTHER BUSINESSES THAT THE CORPORATION MAY BE AUTHORIZED TO CARRY ON, AND TO UNDERTAKE, GUARANTEE, ASSUME AND PAY THE INDEBTEDNESS AND LIABILITIES THEREOF, AND TO PAY FOR ANY SUCH PROPERTY, RIGHTS, BUSINESS, CONTRACTS, GOOD-WILL, FRANCHISES OR ASSETS BY THE ISSUE, IN ACCORDANCE WITH THE LAWS OF MARYLAND, OF STOCK, BONDS, OR OTHER SECURITIES OF THE CORPORATION OR OTHERWISE.

(F) TO APPLY FOR, OBTAIN, PURCHASE, OR OTHERWISE ACQUIRE, ANY PATENTS, COPYRIGHTS, LICENSES, TRADEMARKS, TRADENAMES, RIGHTS, PROCESSES, FORMULAE, AND THE LIKE,

WHICH MIGHT BE USED FOR ANY OF THE PURPOSES OF THE CORPORATION; AND TO USE, EXERCISE, DEVELOP, GRANT LICENSES IN RESPECT OF, SELL AND OTHERWISE TURN TO ACCOUNT, THE SAME.

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(G) To PURCHASE OR OTHERWISE ACQUIRE, HOLD AND REISSUE SHARES OF ITS CAPITAL STOCK OF ANY CLASS; AND TO PURCHASE, HOLD, SELL, ASSIGN, TRANSFER, EXCHANGE, LEASE, MORTGAGE, PLEDGE OR OTHERWISE DISPOSE OF, ANY SHARES OF STOCK OF, OR VOTING TRUST CERTIFICATES FOR ANY SHARES OF STOCK OF, OR ANY BONDS OR OTHER SECURITIES OR EVIDENCES OF INDEBTEDNESS ISSUED OR CREATED BY, ANY OTHER CORPORATION OR ASSOCIATION, ORGANIZED UNDER THE LAWS OF THE STATE OF MARYLAND OR OF ANY OTHER STATE, TERRITORY, DISTRICT, COLONY OR DEPENDENCY OF THE UNITED STATES OF AMERICA, OR OF ANY FOREIGN COUNTRY; AND WHILE THE OWNER OR HOLDER OF ANY SUCH SHARES OF STOCK, VOTING TRUST CERTIFICATES, BONDS OR OTHER OBLIGATIONS, TO POSSESS AND EXERCISE IN RESPECT THEREOF ANY AND ALL THE RIGHTS, POWERS, AND PRIVILEGES OF OWNERSHIP, INCLUDING THE RIGHT TO VOTE ON ANY SHARES OF STOCK SO HELD OR OWNED; AND UPON A DISTRIBUTION OF THE ASSETS OR A DIVISION OF THE PROFITS OF THIS CORPORATION, TO DISTRIBUTE ANY SUCH SHARES OF STOCK, VOTING TRUST CERTIFICATES, BONDS OR OTHER OBLIGATIONS, OR THE PROCEEDS THEREOF, AMONG THE STOCKHOLDERS OF THIS CORPORATION.

(H) To GUARANTEE THE PAYMENT OF DIVIDENDS UPON ANY SHARES OF STOCK OF, OR THE PERFORMANCE OF ANY CONTRACT BY, ANY OTHER CORPORATION OR ASSOCIATION IN WHICH THE CORPORATION HAS AN INTEREST, AND TO ENDORSE OR OTHERWISE GUARANTEE THE PAYMENT OF THE PRINCIPAL AND INTEREST, OR EITHER, OF ANY BONDS, DEBENTURES, NOTES, SECURITIES OR OTHER EVIDENCES OF INDEBTEDNESS CREATED OR ISSUED BY ANY SUCH OTHER CORPORATION OR ASSOCIATION.

(I) To LOAN OR ADVANCE MONEY WITH OR WITHOUT SECURITY, WITHOUT LIMIT AS TO AMOUNT; AND TO BORROW OR RAISE MONEY FOR ANY OF THE PURPOSES OF THE CORPORATION AND TO ISSUE

BONDS, DEBENTURES, NOTES OR OTHER OBLIGATIONS OF ANY NATURE, AND IN ANY MANNER PERMITTED BY LAW, FOR MONEY SO BORROWED OR IN PAYMENT FOR PROPERTY PURCHASED, OR FOR ANY OTHER LAWFUL CONSIDERATION, AND TO SECURE THE PAYMENT THEREOF AND OF THE INTEREST THEREON, BY MORTGAGE UPON, OR PLEDGE OR CONVEYANCE OR ASSIGNMENT IN TRUST OF, THE WHOLE OR ANY PART OF THE PROPERTY OF THE CORPORATION, REAL OR PERSONAL, INCLUDING CONTRACT RIGHTS, WHETHER AT THE TIME OWNED OR THEREAFTER ACQUIRED; AND TO SELL, PLEDGE, DISCOUNT OR OTHERWISE DISPOSE OF SUCH BONDS, NOTES, OR OTHER OBLIGATIONS OF THE CORPORATION FOR ITS CORPORATE PURPOSES.

(J) To CARRY ON ANY OF THE BUSINESSES HEREINBEFORE ENUMERATED FOR ITSELF, OR FOR ACCOUNT OF OTHERS, OR THROUGH OTHERS FOR ITS OWN ACCOUNT, AND TO CARRY ON ANY OTHER BUSINESS WHICH MAY BE DEEMED BY IT TO BE CALCULATED, DIRECTLY OR INDIRECTLY, TO EFFECTUATE OR FACILITATE THE TRANSACTION OF THE AFORESAID OBJECTS OR BUSINESSES, OR ANY OF THEM, OR ANY PART THEREOF, OR TO ENHANCE THE VALUE OF ITS PROPERTY, BUSINESS OR RIGHTS.

(K) To CARRY OUT ALL OR ANY PART OF THE AFORESAID PURPOSES, AND TO CONDUCT ITS BUSINESS IN ALL OR ANY OF ITS BRANCHES IN ANY OR ALL STATES, TERRITORIES, DISTRICTS, COLONIES AND DEPENDENCIES OF THE UNITED STATES OF AMERICA AND IN FOREIGN COUNTRIES; AND TO MAINTAIN OFFICES AND AGENCIES, IN ANY OR ALL STATES, TERRITORIES, DISTRICTS, COLONIES AND DEPENDENCIES OF THE UNITED STATES OF AMERICA AND IN FOREIGN COUNTRIES.

THE AFOREGOING ENUMERATION OF THE PURPOSES, OBJECTS AND BUSINESS OF THE CORPORATION IS MADE IN FURTHERANCE, AND NOT IN LIMITATION, OF THE POWERS CONFERRED UPON THE CORPORATION.

TION BY LAW, AND IS NOT INTENDED, BY THE MENTION OF ANY PARTICULAR PURPOSE, OBJECT OR BUSINESS, IN ANY MANNER TO LIMIT OR RESTRICT THE GENERALITY OF ANY OTHER PURPOSE, OBJECT OR BUSINESS MENTIONED, OR TO LIMIT OR RESTRICT ANY OF THE POWERS OF THE CORPORATION. THE CORPORATION IS FORMED UPON THE ARTICLES, CONDITIONS AND PROVISIONS HEREIN EXPRESSED, AND SUBJECT IN ALL PARTICULARS TO THE LIMITATIONS RELATIVE TO CORPORATIONS WHICH ARE CONTAINED IN THE GENERAL LAWS OF THIS STATE.

FOURTH: THE POSTOFFICE ADDRESS OF THE PRINCIPAL OFFICE OF THE CORPORATION IN THIS STATE IS 820 MARION STREET, HAGERSTOWN, MARYLAND. THE RESIDENT AGENT OF THE CORPORATION IS ETHEL H. KRETZER, WHOSE POSTOFFICE ADDRESS IS 820 MARION STREET, HAGERSTOWN, MARYLAND. SAID RESIDENT AGENT IS A CITIZEN OF THE STATE OF MARYLAND AND ACTUALLY RESIDES THEREIN.

FIFTH: THE TOTAL NUMBER OF SHARES OF STOCK OF ALL CLASSES WHICH THE CORPORATION HAS AUTHORITY TO ISSUE IS SEVEN THOUSAND FOUR HUNDRED (7,400) SHARES DIVIDED INTO ONE THOUSAND FOUR HUNDRED (1,400) SHARES OF PREFERRED STOCK OF THE PAR VALUE OF ONE HUNDRED (\$100.00) DOLLARS EACH, AND SIX THOUSAND (6,000) SHARES OF COMMON STOCK OF THE PAR VALUE OF TEN DOLLARS (\$10.00) EACH. THE AGGREGATE PAR VALUE OF ALL SHARES HAVING PAR VALUE OF ALL CLASSES IS TWO HUNDRED THOUSAND (\$200,000.00) DOLLARS.

A DESCRIPTION OF EACH CLASS, WITH THE PREFERENCES, CONVERSION AND OTHER RIGHTS, VOTING POWERS, RESTRICTIONS, LIMITATIONS AS TO DIVIDENDS AND QUALIFICATIONS OF EACH CLASS IS AS FOLLOWS:

PREFERRED STOCK

(A) DIVIDENDS. THE HOLDERS OF THE PREFERRED STOCK SHALL BE ENTITLED TO RECEIVE FROM THE SURPLUS OR NET PROFITS OF THE CORPORATION, WHEN AND AS DECLARED BY ITS BOARD OF DIRECTORS, DIVIDENDS AT THE RATE OF SEVEN DOLLARS (\$7.00) PER SHARE PER ANNUM, PAYABLE AT DATES TO BE FIXED BY THE BOARD OF DIRECTORS. SUCH DIVIDENDS SHALL BE NON-CUMULATIVE AND SHALL BE PAYABLE AFTER BEING DECLARED BEFORE ANY DIVIDENDS SHALL BE PAID OR SET APART ON THE COMMON STOCK. THE PREFERRED STOCK SHALL NOT BE ENTITLED TO PARTICIPATE IN OR RECEIVE ANY DIVIDEND OR SHARE OF PROFITS, WHETHER PAYABLE IN CASH, STOCK OR PROPERTY, IN EXCESS OF THE AFORESAID NON-CUMULATIVE DIVIDENDS.

(B) PREFERENCES UPON LIQUIDATION, ETC. IN THE EVENT OF LIQUIDATION, DISSOLUTION OR WINDING UP OF THE CORPORATION (WHETHER VOLUNTARY OR INVOLUNTARY) THE HOLDERS OF THE ISSUED AND OUTSTANDING PREFERRED STOCK SHALL BE ENTITLED TO RECEIVE OUT OF THE ASSETS BEFORE ANY DISTRIBUTION TO THE HOLDERS OF ANY OTHER CLASS OF STOCK A SUM EQUAL TO ONE HUNDRED DOLLARS (\$100.00) FOR EACH SHARE PLUS ALL UNPAID DIVIDENDS THEREON DECLARED.

A CONSOLIDATION OR MERGER OF THE CORPORATION WITH ANY OTHER CORPORATION OR CORPORATIONS SHALL NOT BE DEEMED TO BE A LIQUIDATION, DISSOLUTION, OR WINDING UP WITHIN THE MEANING OF THIS CLAUSE.

(C) VOTING RIGHTS. EXCEPT AS HEREIN PROVIDED, OR OTHERWISE PROVIDED BY LAW, THE HOLDERS OF THE PREFERRED STOCK SHALL NOT BE ENTITLED TO VOTE UNDER ANY CIRCUMSTANCES, OR IN CONNECTION WITH ANY ACTION TAKEN BY THE CORPORATION.

(D) REDEMPTION. AT THE OPTION OF THE BOARD OF DIRECTORS, THE WHOLE OR ANY PART OF THE PREFERRED STOCK OUTSTANDING AT ANY TIME MAY BE REDEEMED ON ANY DATES FIXED

BY THE BOARD OF DIRECTORS, AT ONE HUNDRED FIVE DOLLARS (\$105.00) PER SHARE, TOGETHER WITH ALL DECLARED AND UNPAID DIVIDENDS TO THE DATE OF REDEMPTION, UPON NOT LESS THAN THIRTY (30) DAYS' PREVIOUS NOTICE GIVEN BY MAIL TO THE HOLDERS OF RECORD OF THE PREFERRED STOCK. IN THE EVENT THAT LESS THAN ALL OF THE OUTSTANDING PREFERRED STOCK IS TO BE REDEEMED, THE REDEMPTION MAY BE EFFECTED EITHER BY LOT OR PRO RATA, IN SUCH MANNER AS MAY BE PRESCRIBED BY RESOLUTION OF THE BOARD OF DIRECTORS. AFTER ANY OF THE OUTSTANDING PREFERRED STOCK SHALL HAVE BEEN CALLED FOR REDEMPTION AND THE HOLDERS THEREOF DULY NOTIFIED AND THE FUNDS NECESSARY TO EFFECT SUCH REDEMPTION HAVE BEEN SET ASIDE BY THE BOARD OF DIRECTORS, THE HOLDERS THEREOF SHALL HAVE NO FURTHER RIGHTS OF STOCKHOLDERS OF THE CORPORATION BUT SHALL BE ENTITLED ONLY UPON PRESENTATION OF THE CERTIFICATES PROPERLY ENDORSED TO RECEIVE THE REDEMPTION VALUE THEREOF, AS ABOVE SET FORTH. NOTICE OF REDEMPTION SHALL BE DEEMED TO HAVE BEEN GIVEN WHEN ADDRESSED TO SUCH PREFERRED STOCKHOLDERS AT THEIR ADDRESSES RECORDED ON THE BOOKS OF THE CORPORATION AND DEPOSITED IN THE UNITED STATES MAIL.

COMMON STOCK

SUBJECT TO THE FOREGOING PROVISIONS, DIVIDENDS MAY BE DECLARED ON THE COMMON STOCK; AND EACH SHARE OF COMMON STOCK SHALL ENTITLE THE HOLDER THEREOF TO ONE (1) VOTE IN ALL PROCEEDINGS IN WHICH ACTION SHALL BE TAKEN BY STOCKHOLDERS OF THE CORPORATION.

SIXTH: THE NUMBER OF DIRECTORS OF THE CORPORATION SHALL BE FIVE (5), WHICH NUMBER MAY BE INCREASED OR DECREASED PURSUANT TO THE BY-LAWS OF THE CORPORATION, BUT SHALL NEVER BE LESS THAN THREE; AND THE NAMES OF THE DIRECTORS WHO SHALL ACT UNTIL THE FIRST ANNUAL MEETING OR UNTIL THEIR SUCCESSORS ARE DULY CHOSEN AND QUALIFY ARE ERNEST J. FENNEL, WILMER E. KRETZER, JOHN YOUNG, JOSEPH B. YINGLING, AND LESTER D. TALHELM.

SEVENTH: THE FOLLOWING PROVISIONS ARE HEREBY ADOPTED FOR THE PURPOSE OF DEFINING, LIMITING AND REGULATING THE POWERS OF THE CORPORATION AND OF THE DIRECTORS AND STOCKHOLDERS:

(A) THE BOARD OF DIRECTORS OF THE CORPORATION IS HEREBY EMPOWERED TO AUTHORIZE THE ISSUANCE FROM TIME TO TIME OF SHARES OF ITS STOCK, WITH OR WITHOUT PAR VALUE, OF ANY CLASS, AND SECURITIES CONVERTIBLE INTO SHARES OF ITS STOCK, WITH OR WITHOUT PAR VALUE, OF ANY CLASS, FOR SUCH CONSIDERATIONS AS SAID BOARD OF DIRECTORS MAY DEEM ADVISABLE, IRRESPECTIVE OF THE VALUE OR AMOUNT OF SUCH CONSIDERATIONS, BUT SUBJECT TO SUCH LIMITATIONS AND RESTRICTIONS, IF ANY, AS MAY BE SET FORTH IN THE BY-LAWS OF THE CORPORATION.

(B) NO CONTRACT OR OTHER TRANSACTION BETWEEN THIS CORPORATION AND ANY OTHER CORPORATION AND NO ACT OF THIS CORPORATION SHALL IN ANY WAY BE AFFECTED OR INVALIDATED BY THE FACT THAT ANY OF THE DIRECTORS OF THIS CORPORATION ARE PECUNIARILY OR OTHERWISE INTERESTED IN, OR ARE DIRECTORS OR OFFICERS OF, SUCH OTHER CORPORATION; ANY DIRECTORS INDIVIDUALLY, OR ANY FIRM OF WHICH ANY DIRECTOR MAY BE A MEMBER, MAY BE A PARTY TO, OR MAY BE PECUNIARILY OR OTHERWISE INTERESTED IN, ANY CONTRACT OR TRANSACTION OF THIS CORPORATION, PROVIDED THAT THE FACT THAT HE OR SUCH FIRM IS SO INTERESTED SHALL BE DISCLOSED OR SHALL HAVE BEEN KNOWN TO THE BOARD OF DIRECTORS OR A MAJORITY THEREOF; AND ANY DIRECTOR OF THIS CORPORATION WHO IS ALSO A DIRECTOR OR OFFICER OF SUCH OTHER CORPORATION OR WHO IS SO INTERESTED MAY BE COUNTED IN DETERMINING THE EXISTENCE OF A QUORUM AT ANY MEETING OF THE BOARD OF DIRECTORS OF THIS CORPORATION, WHICH SHALL AUTHORIZE ANY SUCH CONTRACT OR TRANSACTION, AND MAY VOTE THEREAT TO AUTHORIZE ANY SUCH CONTRACT OR

TRANSACTION, WITH LIKE FORCE AND EFFECT AS IF HE WERE NOT SUCH DIRECTOR OR OFFICER OF SUCH OTHER CORPORATION OR NOT SO INTERESTED.

(c) THE BOARD OF DIRECTORS SHALL HAVE POWER, FROM TIME TO TIME, TO FIX AND DETERMINE AND TO VARY THE AMOUNT OF WORKING CAPITAL OF THE CORPORATION; AND TO DETERMINE WHETHER ANY, AND IF ANY, WHAT PART, OF THE SURPLUS OF THE CORPORATION OR OF THE NET PROFITS ARISING FROM ITS BUSINESS SHALL BE DECLARED IN DIVIDENDS AND PAID TO THE STOCKHOLDERS, SUBJECT, HOWEVER, TO THE PROVISIONS OF THE CHARTER, AND TO DIRECT AND DETERMINE THE USE AND DISPOSITION OF ANY OF SUCH SURPLUS OR NET PROFITS. THE BOARD OF DIRECTORS MAY IN ITS DISCRETION USE AND APPLY ANY OF SUCH SURPLUS OR NET PROFITS IN PURCHASING OR ACQUIRING ANY OF THE SHARES OF THE STOCK OF THE CORPORATION, OR ANY OF ITS BONDS OR OTHER EVIDENCES OF INDEBTEDNESS, TO SUCH EXTENT AND IN SUCH MANNER AND UPON SUCH LAWFUL TERMS AS THE BOARD OF DIRECTORS SHALL DEEM EXPEDIENT.

(d) THE CORPORATION RESERVES THE RIGHT TO MAKE FROM TIME TO TIME ANY AMENDMENTS OF ITS CHARTER WHICH MAY NOW OR HEREAFTER BE AUTHORIZED BY LAW, INCLUDING ANY AMENDMENTS CHANGING THE TERMS OF ANY CLASS OF ITS STOCK BY CLASSIFICATION, RE-CLASSIFICATION OR OTHERWISE, BUT NO SUCH AMENDMENT WHICH CHANGES THE TERMS OF ANY OF THE OUTSTANDING STOCK SHALL BE VALID UNLESS SUCH CHANGE OF TERMS SHALL HAVE BEEN AUTHORIZED BY THE HOLDERS OF FOUR-FIFTHS OF ALL OF SUCH STOCK AT THE TIME OUTSTANDING, BY VOTE AT A MEETING OR IN WRITING WITH OR WITHOUT A MEETING.

(e) NO HOLDERS OF STOCK OF THE CORPORATION, OF WHATEVER CLASS, SHALL HAVE ANY PREFERENTIAL RIGHT OF SUBSCRIPTION TO ANY SHARES OF ANY CLASS OR TO ANY SECURITIES CONVERTIBLE INTO SHARES OF STOCK OF THE CORPORATION, NOR ANY RIGHT OF SUBSCRIPTION TO ANY THEREOF OTHER THAN SUCH, IF ANY, AS THE BOARD OF DIRECTORS IN ITS DISCRETION MAY DETERMINE, AND AT SUCH PRICE AS THE BOARD OF DIRECTORS IN ITS DISCRETION MAY FIX; AND ANY SHARES OR CONVERTIBLE SECURITIES WHICH THE BOARD OF DIRECTORS MAY DETERMINE TO OFFER FOR SUBSCRIPTION TO THE HOLDERS OF STOCK MAY, AS SAID BOARD OF DIRECTORS SHALL DETERMINE, BE OFFERED TO HOLDERS OF ANY CLASS OR CLASSES OF STOCK AT THE TIME EXISTING TO THE EXCLUSION OF HOLDERS OF ANY OR ALL OTHER CLASSES AT THE TIME EXISTING.

(f) NOTWITHSTANDING ANY PROVISION OF LAW REQUIRING ANY ACTION TO BE TAKEN OR AUTHORIZED BY THE AFFIRMATIVE VOTE OF THE HOLDERS OF A DESIGNATED PROPORTION OF THE SHARES OF STOCK OF THE CORPORATION, OR TO BE OTHERWISE TAKEN OR AUTHORIZED BY VOTE OF THE STOCKHOLDERS, SUCH ACTION SHALL BE EFFECTIVE AND VALID IF TAKEN OR AUTHORIZED BY THE AFFIRMATIVE VOTE OF A MAJORITY OF THE TOTAL NUMBER OF VOTES ENTITLED TO BE CAST THEREON, EXCEPT AS OTHERWISE PROVIDED IN THIS CHARTER.

(g) THE BOARD OF DIRECTORS SHALL HAVE POWER, SUBJECT TO ANY LIMITATIONS OR RESTRICTIONS HEREIN SET FORTH OR IMPOSED BY LAW, TO CLASSIFY OR RECLASSIFY ANY UNISSUED SHARES OF STOCK, WHETHER NOW OR HEREAFTER AUTHORIZED, BY FIXING OR ALTERING IN ANY ONE OR MORE RESPECTS, FROM TIME TO TIME BEFORE ISSUANCE OF SUCH SHARES, THE PREFERENCES, RIGHTS, VOTING POWERS, RESTRICTIONS AND QUALIFICATIONS OF, THE DIVIDENDS ON, THE TIMES AND PRICES OF REDEMPTION OF, AND THE CONVERSION RIGHTS OF, SUCH SHARES.

(h) THE BOARD OF DIRECTORS SHALL HAVE POWER TO DECLARE AND AUTHORIZE THE PAYMENT OF STOCK DIVIDENDS, WHETHER OR NOT PAYABLE IN STOCK OF ONE CLASS TO HOLDERS OF STOCK OF ANOTHER CLASS OR CLASSES; AND SHALL HAVE AUTHORITY TO EXERCISE, WITHOUT A VOTE OF STOCKHOLDERS, ALL POWERS OF THE CORPORATION, WHETHER CONFERRED BY LAW OR BY THESE ARTICLES, TO PURCHASE, LEASE OR OTHERWISE ACQUIRE THE BUSINESS, ASSETS OR FRANCHISES, IN WHOLE OR IN PART, OF OTHER

CORPORATIONS OR UNINCORPORATED BUSINESS ENTITIES.

EIGHTH: THE DURATION OF THE CORPORATION SHALL BE PERPETUAL.

IN WITNESS WHEREOF, WE HAVE SIGNED THESE ARTICLES OF INCORPORATION ON THIS 4th DAY OF October, A. D. 1956.

WITNESS:

Ethel H. Kretzer

Ernest J. Fennel
ERNEST J. FENNEL

Ethel H. Kretzer

Wilmer E. Kretzer
WILMER E. KRETZER

Ethel H. Kretzer

John Young
JOHN YOUNG

Ethel H. Kretzer

Joseph B. Yingling
JOSEPH B. YINGLING

Ethel H. Kretzer

Lester D. Talhelm
LESTER D. TALHELM

STATE OF MARYLAND, COUNTY OF WASHINGTON, TO-WIT:

I HEREBY CERTIFY, THAT ON THIS 4th DAY OF October A. D. 1956, BEFORE ME, THE SUBSCRIBER, A NOTARY PUBLIC OF THE STATE OF MARYLAND, IN AND FOR THE COUNTY AFORESAID, PERSONALLY APPEARED ERNEST J. FENNEL, WILMER E. KRETZER, JOHN YOUNG, JOSEPH B. YINGLING AND LESTER D. TALHELM, AND SEVERALLY ACKNOWLEDGED THE FOREGOING ARTICLES OF INCORPORATION TO BE THEIR RESPECTIVE ACT.

WITNESS MY HAND AND NOTARIAL SEAL, THE DAY AND YEAR LAST ABOVE WRITTEN.



My COMMISSION EXPIRES:

May 6 1957

Sara Hopkins
NOTARY PUBLIC

ARTICLES OF INCORPORATION
OF
HAGERSTOWN RECREATION CENTER, INC.

approved by the State Tax Commission of Maryland October 8, 1956 and
received for record October 8, 1956 at 11:42 o'clock A. M. as
in conformity with law and ordered recorded.

A 6688

APPROVAL RECORDED IN
MINUTES - CORPORATE LEDGER

Commissioners

Recorded in Liber *F-9*, folio *446*, one of the Charter Records of the State Tax
Commission of Maryland.

Capital

Increase of Capital

Bonus tax paid \$ *40.00* Recording fee paid \$ *16.00*

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.



[Handwritten Signature]

Secretary

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

APR 3 3 46 PM '57

LIBER FOLIO
LAND RECORDS - CASES
G. MERLIN SNYDER / 11/16/57
CLERK

R

ARTICLES OF INCORPORATION

OF

MB ENTERPRISES INC.

THIS IS TO CERTIFY:

FIRST: THAT WE, THE SUBSCRIBERS MEYER BERKSON WHOSE POSTOFFICE ADDRESS IS 1419 POTOMAC AVENUE, HAGERSTOWN, MARYLAND, JACOB B. BERKSON WHOSE POSTOFFICE ADDRESS IS ROOM 309, EARLE BUILDING, 74 WEST WASHINGTON STREET, HAGERSTOWN, MARYLAND, AND SARA HOPKINS WHOSE POSTOFFICE ADDRESS IS 224 EAST ANTIETAM STREET, HAGERSTOWN, MARYLAND, ALL BEING AT LEAST TWENTY-ONE YEARS OF AGE, DO UNDER AND BY VIRTUE OF THE GENERAL LAWS OF THE STATE OF MARYLAND AUTHORIZING THE FORMATION OF CORPORATIONS, ASSOCIATE OURSELVES WITH THE INTENTION OF FORMING A CORPORATION BY THE EXECUTION AND FILING OF THESE ARTICLES.

SECOND: THAT THE NAME OF THE CORPORATION (WHICH IS HEREINAFTER CALLED THE "CORPORATION") IS:

MB ENTERPRISES INC.

THIRD: THE PURPOSES FOR WHICH THE CORPORATION IS FORMED ARE AS FOLLOWS:

(A) TO ACQUIRE BY PURCHASE OR OTHERWISE, OWN, HOLD, BUY, SELL, CONVEY, LEASE, MORTGAGE OR INCUMBER REAL ESTATE OR OTHER PROPERTY, PERSONAL OR MIXED.

(B) TO SURVEY, SUBDIVIDE, PLAT, IMPROVE AND DEVELOP LANDS FOR PURPOSES OF SALE OR OTHERWISE, AND TO DO AND PERFORM ALL THINGS NEEDFUL AND LAWFUL FOR THE DEVELOPMENT AND IMPROVEMENT OF THE SAME FOR RESIDENCE, TRADE, OR BUSINESS.

(C) TO MANUFACTURE, PURCHASE OR OTHERWISE ACQUIRE, HOLD, MORTGAGE, PLEDGE, SELL, TRANSFER, OR IN ANY MANNER ENCUMBER OR DISPOSE OF REAL PROPERTY WHEREVER SITUATED.

(D) TO CARRY ON AND TRANSACT, FOR ITSELF OR FOR ACCOUNT OF OTHERS, THE BUSINESS OF GENERAL MERCHANTS, GENERAL BROKERS, GENERAL AGENTS, MANUFACTURERS, BUYERS AND SELLERS OF, DEALERS IN, IMPORTERS AND EXPORTERS OF NATURAL PRODUCTS, RAW MATERIALS, MANUFACTURED PRODUCTS AND MARKETABLE GOODS, WARES AND MERCHANDISE OF EVERY DESCRIPTION.

(E) TO PURCHASE, LEASE OR OTHERWISE ACQUIRE, ALL OR ANY PART OF THE PROPERTY, RIGHTS, BUSINESSES, CONTRACTS, GOOD-WILL, FRANCHISES AND ASSETS OF EVERY KIND, OF ANY CORPORATION, CO-PARTNERSHIP OR INDIVIDUAL (INCLUDING THE ESTATE OF A DECEDENT), CARRYING ON OR HAVING CARRIED ON IN WHOLE OR IN PART ANY OF THE AFORESAID BUSINESSES OR ANY OTHER BUSINESSES THAT THE CORPORATION MAY BE AUTHORIZED TO CARRY ON, AND TO UNDERTAKE, GUARANTEE, ASSUME AND PAY THE INDEBTEDNESS AND LIABILITIES THEREOF, AND TO PAY FOR ANY SUCH PROPERTY, RIGHTS, BUSINESS, CONTRACTS, GOOD-WILL, FRANCHISES OR ASSETS BY THE ISSUE, IN ACCORDANCE WITH THE LAWS OF MARYLAND, OF STOCK, BONDS, OR OTHER SECURITIES OF THE CORPORATION OR OTHERWISE.

(F) To APPLY FOR, OBTAIN, PURCHASE, OR OTHERWISE ACQUIRE, ANY PATENTS, COPYRIGHTS, LICENSES, TRADEMARKS, TRADENAMES, RIGHTS, PROCESSES, FORMULAE, AND THE LIKE, WHICH MIGHT BE USED FOR ANY OF THE PURPOSES OF THE CORPORATION; AND TO USE, EXERCISE, DEVELOP, GRANT LICENSES IN RESPECT OF, SELL AND OTHERWISE TURN TO ACCOUNT, THE SAME.

(G) To PURCHASE OR OTHERWISE ACQUIRE, HOLD AND REISSUE SHARES OF ITS CAPITAL STOCK OF ANY CLASS; AND TO PURCHASE, HOLD, SELL, ASSIGN, TRANSFER, EXCHANGE, LEASE, MORTGAGE, PLEDGE OR OTHERWISE DISPOSE OF, ANY SHARES OF STOCK OF, OR VOTING TRUST CERTIFICATES FOR ANY SHARES OF STOCK OF, OR ANY BONDS OR OTHER SECURITIES OR EVIDENCES OF INDEBTEDNESS ISSUED OR CREATED BY, ANY OTHER CORPORATION OR ASSOCIATION, ORGANIZED UNDER THE LAWS OF THE STATE OF MARYLAND OR OF ANY OTHER STATE, TERRITORY, DISTRICT, COLONY OR DEPENDENCY OF THE UNITED STATES OF AMERICA, OR OF ANY FOREIGN COUNTRY; AND WHILE THE OWNER OR HOLDER OF ANY SUCH SHARES OF STOCK, VOTING TRUST CERTIFICATES, BONDS OR OTHER OBLIGATIONS, TO POSSESS AND EXERCISE IN RESPECT THEREOF ANY AND ALL THE RIGHTS, POWERS, AND PRIVILEGES OF OWNERSHIP, INCLUDING THE RIGHT TO VOTE ON ANY SHARES OF STOCK SO HELD OR OWNED; AND UPON A DISTRIBUTION OF THE ASSETS OR A DIVISION OF THE PROFITS OF THIS CORPORATION, TO DISTRIBUTE ANY SUCH SHARES OF STOCK, VOTING TRUST CERTIFICATES, BONDS OR OTHER OBLIGATIONS, OR THE PROCEEDS THEREOF, AMONG THE STOCKHOLDERS OF THIS CORPORATION.

(H) To GUARANTEE THE PAYMENT OF DIVIDENDS UPON ANY SHARES OF STOCK OF, OR THE PERFORMANCE OF ANY CONTRACT BY, ANY OTHER CORPORATION OR ASSOCIATION IN WHICH THE CORPORATION HAS AN INTEREST, AND TO ENDORSE OR OTHERWISE GUARANTEE THE PAYMENT OF THE PRINCIPAL AND INTEREST, OR EITHER, OF ANY BONDS, DEBENTURES, NOTES, SECURITIES OR OTHER EVIDENCES OF INDEBTEDNESS CREATED OR ISSUED BY ANY SUCH OTHER CORPORATION OR ASSOCIATION.

(I) To LOAN OR ADVANCE MONEY WITH OR WITHOUT SECURITY, WITHOUT LIMIT AS TO AMOUNT; AND TO BORROW OR RAISE MONEY FOR ANY OF THE PURPOSES OF THE CORPORATION AND TO ISSUE BONDS, DEBENTURES, NOTES OR OTHER OBLIGATIONS OF ANY NATURE, AND IN ANY MANNER PERMITTED BY LAW, FOR MONEY SO BORROWED OR IN PAYMENT FOR PROPERTY PURCHASED, OR FOR ANY OTHER LAWFUL CONSIDERATION, AND TO SECURE THE PAYMENT THEREOF AND OF THE INTEREST THEREON, BY MORTGAGE UPON, OR PLEDGE OR CONVEYANCE OR ASSIGNMENT IN TRUST OF, THE WHOLE OR ANY PART OF THE PROPERTY OF THE CORPORATION, REAL OR PERSONAL, INCLUDING CONTRACT RIGHTS, WHETHER AT THE TIME OWNED OR THEREAFTER ACQUIRED; AND TO SELL, PLEDGE, DISCOUNT OR OTHERWISE DISPOSE OF SUCH BONDS, NOTES, OR OTHER OBLIGATIONS OF THE CORPORATION FOR ITS CORPORATE PURPOSES.

(J) To CARRY ON ANY OF THE BUSINESSES HEREIN-BEFORE ENUMERATED FOR ITSELF, OR FOR ACCOUNT OF OTHERS, OR THROUGH OTHERS FOR ITS OWN ACCOUNT, AND TO CARRY ON ANY OTHER BUSINESS WHICH MAY BE DEEMED BY IT TO BE CALCULATED, DIRECTLY OR INDIRECTLY, TO EFFECTUATE OR FACILITATE THE TRANSACTION OF THE AFORESAID OBJECTS OR BUSINESSES, OR ANY OF THEM, OR ANY PART THEREOF, OR TO ENHANCE THE VALUE OF ITS PROPERTY, BUSINESS OR RIGHTS.

(K) To CARRY OUT ALL OR ANY PART OF THE AFORESAID PURPOSES, AND TO CONDUCT ITS BUSINESS IN ALL OR ANY OF ITS BRANCHES IN ANY OR ALL STATES, TERRITORIES, DISTRICTS, COLONIES AND DEPENDENCIES OF THE UNITED STATES OF AMERICA AND IN FOREIGN COUNTRIES; AND TO MAINTAIN OFFICES AND AGENCIES, IN ANY OR ALL STATES, TERRITORIES, DISTRICTS, COLONIES AND DEPENDENCIES OF THE UNITED STATES OF AMERICA AND

THE AFOREGOING ENUMERATION OF THE PURPOSES, OBJECTS AND BUSINESS OF THE CORPORATION IS MADE IN FURTHERANCE, AND NOT IN LIMITATION, OF THE POWERS CONFERRED UPON THE CORPORATION BY LAW, AND IS NOT INTENDED, BY THE MENTION OF ANY PARTICULAR PURPOSE, OBJECT OR BUSINESS, IN ANY MANNER TO LIMIT OR RESTRICT THE GENERALITY OF ANY OTHER PURPOSE, OBJECT OR BUSINESS MENTIONED, OR TO LIMIT OR RESTRICT ANY OF THE POWERS OF THE CORPORATION. THE CORPORATION IS FORMED UPON THE ARTICLES, CONDITIONS, AND PROVISIONS HEREIN EXPRESSED, AND SUBJECT IN ALL PARTICULARS TO THE LIMITATIONS RELATIVE TO CORPORATIONS WHICH ARE CONTAINED IN THE GENERAL LAWS OF THIS STATE.

FOURTH: THE POSTOFFICE ADDRESS OF THE PRINCIPAL OFFICE OF THE CORPORATION IN THIS STATE IS ROOM 309, EARLE BUILDING, 74 WEST WASHINGTON STREET, HAGERSTOWN, MARYLAND. THE RESIDENT AGENT OF THE CORPORATION IS JACOB B. BERKSON WHOSE POSTOFFICE ADDRESS IS ROOM 309, EARLE BUILDING, 74 WEST WASHINGTON STREET, HAGERSTOWN, MARYLAND. SAID RESIDENT AGENT IS A CITIZEN OF THE STATE OF MARYLAND AND ACTUALLY RESIDES THEREIN.

FIFTH: THE TOTAL NUMBER OF SHARES OF STOCK OF ALL CLASSES WHICH THE CORPORATION HAS AUTHORITY TO ISSUE IS THREE THOUSAND SEVEN HUNDRED (3,700) SHARES DIVIDED INTO SEVEN HUNDRED (700) SHARES OF PREFERRED STOCK OF THE PAR VALUE OF ONE HUNDRED (\$100.00) DOLLARS EACH, AND THREE THOUSAND (3,000) SHARES OF COMMON STOCK OF THE PAR VALUE OF TEN (\$10.00) DOLLARS EACH. THE AGGREGATE PAR VALUE OF ALL SHARES HAVING PAR VALUE OF ALL CLASSES IS ONE HUNDRED THOUSAND (\$100,000.00) DOLLARS.

A DESCRIPTION OF EACH CLASS, WITH THE PREFERENCES, CONVERSION AND OTHER RIGHTS, VOTING POWERS, RESTRICTIONS, LIMITATIONS AS TO DIVIDENDS AND QUALIFICATIONS OF EACH CLASS IS AS FOLLOWS:

PREFERRED STOCK

(A) DIVIDENDS. THE HOLDERS OF THE PREFERRED STOCK SHALL BE ENTITLED TO RECEIVE FROM THE SURPLUS OR NET PROFITS OF THE CORPORATION, WHEN AND AS DECLARED BY ITS BOARD OF DIRECTORS, DIVIDENDS AT THE RATE OF SEVEN (\$7.00) DOLLARS PER SHARE PER ANNUM, PAYABLE AT DATES TO BE FIXED BY THE BOARD OF DIRECTORS. SUCH DIVIDENDS SHALL BE NON-CUMULATIVE AND SHALL BE PAYABLE AFTER BEING DECLARED BEFORE ANY DIVIDENDS SHALL BE PAID OR SET APART ON THE COMMON STOCK. THE PREFERRED STOCK SHALL NOT BE ENTITLED TO PARTICIPATE IN OR RECEIVE ANY DIVIDEND OR SHARE OF PROFITS, WHETHER PAYABLE IN CASH, STOCK OR PROPERTY, IN EXCESS OF THE AFORESAID NON-CUMULATIVE DIVIDENDS.

(B) PREFERENCES UPON LIQUIDATION, ETC. IN THE EVENT OF LIQUIDATION, DISSOLUTION OR WINDING UP OF THE CORPORATION (WHETHER VOLUNTARY OR INVOLUNTARY) THE HOLDERS OF THE ISSUED AND OUTSTANDING PREFERRED STOCK SHALL BE ENTITLED TO RECEIVE OUT OF THE ASSETS BEFORE ANY DISTRIBUTION TO THE HOLDERS OF ANY OTHER CLASS OF STOCK A SUM EQUAL TO ONE HUNDRED (\$100.00) DOLLARS FOR EACH SHARE PLUS ALL UNPAID DIVIDENDS THEREON DECLARED.

A CONSOLIDATION OR MERGER OF THE CORPORATION WITH ANY OTHER CORPORATION OR CORPORATIONS SHALL NOT BE DEEMED TO BE A LIQUIDATION, DISSOLUTION, OR WINDING UP WITHIN THE MEANING OF THIS CLAUSE.

(C) VOTING RIGHTS. EXCEPT AS HEREIN PROVIDED, OR OTHERWISE PROVIDED BY LAW, THE HOLDERS OF THE PREFERRED STOCK SHALL NOT BE ENTITLED TO VOTE UNDER ANY CIRCUMSTANCES, OR IN CONNECTION WITH ANY ACTION TAKEN BY THE CORPORATION.

(D) REDEMPTION. AT THE OPTION OF THE BOARD OF DIRECTORS, THE WHOLE OR ANY PART OF THE PREFERRED STOCK

OUTSTANDING AT ANY TIME MAY BE REDEEMED ON ANY DATES FIXED BY THE BOARD OF DIRECTORS, AT ONE HUNDRED FIVE DOLLARS (\$105.00) PER SHARE, TOGETHER WITH ALL DECLARED AND UNPAID DIVIDENDS TO THE DATE OF REDEMPTION, UPON NOT LESS THAN THIRTY (30) DAYS' PREVIOUS NOTICE GIVEN BY MAIL TO THE HOLDERS OF RECORD OF THE PREFERRED STOCK. IN THE EVENT THAT LESS THAN ALL OF THE OUTSTANDING PREFERRED STOCK IS TO BE REDEEMED, THE REDEMPTION MAY BE EFFECTED EITHER BY LOT OR PRO RATA, IN SUCH MANNER AS MAY BE PRESCRIBED BY RESOLUTION OF THE BOARD OF DIRECTORS. AFTER ANY OF THE OUTSTANDING PREFERRED STOCK SHALL HAVE BEEN CALLED FOR REDEMPTION AND THE HOLDERS THEREOF DULY NOTIFIED AND THE FUNDS NECESSARY TO EFFECT SUCH REDEMPTION HAVE BEEN SET ASIDE BY THE BOARD OF DIRECTORS, THE HOLDERS THEREOF SHALL HAVE NO FURTHER RIGHTS OF STOCKHOLDERS OF THE CORPORATION BUT SHALL BE ENTITLED ONLY UPON PRESENTATION OF THE CERTIFICATES PROPERLY ENDORSED TO RECEIVE THE REDEMPTION VALUE THEREOF, AS ABOVE SET FORTH. NOTICE OF REDEMPTION SHALL BE DEEMED TO HAVE BEEN GIVEN WHEN ADDRESSED TO SUCH PREFERRED STOCKHOLDERS AT THEIR ADDRESSES RECORDED ON THE BOOKS OF THE CORPORATION AND DEPOSITED IN THE UNITED STATES MAIL.

COMMON STOCK

SUBJECT TO THE FOREGOING PROVISIONS, DIVIDENDS MAY BE DECLARED ON THE COMMON STOCK; AND EACH SHARE OF COMMON STOCK SHALL ENTITLE THE HOLDER THEREOF TO ONE (1) VOTE IN ALL PROCEEDINGS IN WHICH ACTION SHALL BE TAKEN BY STOCKHOLDERS OF THE CORPORATION.

SIXTH: THE NUMBER OF DIRECTORS OF THE CORPORATION SHALL BE THREE (3), WHICH NUMBER MAY BE INCREASED PURSUANT TO THE BY-LAWS OF THE CORPORATION, BUT SHALL NEVER BE LESS THAN THREE (3); AND THE NAMES OF THE DIRECTORS WHO SHALL ACT UNTIL THE FIRST ANNUAL MEETING OR UNTIL THEIR SUCCESSORS ARE DULY CHOSEN AND QUALIFY ARE MEYER BERKSON, JACOB B. BERKSON AND SARA HOPKINS.

SEVENTH: THE FOLLOWING PROVISIONS ARE HEREBY ADOPTED FOR THE PURPOSE OF DEFINING, LIMITING AND REGULATING THE POWERS OF THE CORPORATION AND OF THE DIRECTORS AND STOCKHOLDERS:

(A) THE BOARD OF DIRECTORS OF THE CORPORATION IS HEREBY EMPOWERED TO AUTHORIZE THE ISSUANCE FROM TIME TO TIME OF SHARES OF ITS STOCK, WITH OR WITHOUT PAR VALUE, OF ANY CLASS, AND SECURITIES CONVERTIBLE INTO SHARES OF ITS STOCK, WITH OR WITHOUT PAR VALUE, OF ANY CLASS, FOR SUCH CONSIDERATIONS AS SAID BOARD OF DIRECTORS MAY DEEM ADVISABLE, IRRESPECTIVE OF THE VALUE OR AMOUNT OF SUCH CONSIDERATIONS, BUT SUBJECT TO SUCH LIMITATIONS AND RESTRICTIONS, IF ANY, AS MAY BE SET FORTH IN THE BY-LAWS OF THE CORPORATION.

(B) NO CONTRACT OR OTHER TRANSACTION BETWEEN THIS CORPORATION AND ANY OTHER CORPORATION AND NO ACT OF THIS CORPORATION SHALL IN ANY WAY BE AFFECTED OR INVALIDATED BY THE FACT THAT ANY OF THE DIRECTORS OF THIS CORPORATION ARE PECUNIARILY OR OTHERWISE INTERESTED IN, OR ARE DIRECTORS OR OFFICERS OF, SUCH OTHER CORPORATION; ANY DIRECTORS INDIVIDUALLY, OR ANY FIRM OF WHICH ANY DIRECTOR MAY BE A MEMBER, MAY BE A PARTY TO, OR MAY BE PECUNIARILY OR OTHERWISE INTERESTED IN, ANY CONTRACT OR TRANSACTION OF THIS CORPORATION, PROVIDED THAT THE FACT THAT HE OR SUCH FIRM IS SO INTERESTED SHALL BE DISCLOSED OR SHALL HAVE BEEN KNOWN TO THE BOARD OF DIRECTORS OR A MAJORITY THEREOF; AND ANY DIRECTOR OF THIS CORPORATION WHO IS ALSO A DIRECTOR OR OFFICER OF SUCH OTHER CORPORATION OR WHO IS SO INTERESTED MAY BE COUNTED IN DETERMINING THE EXISTENCE OF A QUORUM AT ANY MEETING OF THE BOARD OF DIRECTORS OF THIS CORPORATION, WHICH SHALL AUTHORIZE ANY SUCH CONTRACT OR TRANSACTION, AND MAY VOTE THEREAT TO AUTHORIZE ANY SUCH CONTRACT OR TRANSACTION, WITH LIKE FORCE AND EFFECT AS IF HE WERE NOT SUCH DIRECTOR OR OFFICER OF SUCH OTHER CORPORATION OR NOT SO INTERESTED.

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(c) THE BOARD OF DIRECTORS SHALL HAVE POWER, FROM TIME TO TIME, TO FIX AND DETERMINE AND TO VARY THE AMOUNT OF WORKING CAPITAL OF THE CORPORATION; AND TO DETERMINE WHETHER ANY, AND IF ANY, WHAT PART, OF THE SURPLUS OF THE CORPORATION OR OF THE NET PROFITS ARISING FROM ITS BUSINESS SHALL BE DECLARED IN DIVIDENDS AND PAID TO THE STOCKHOLDERS, SUBJECT, HOWEVER, TO THE PROVISIONS OF THE CHARTER, AND TO DIRECT AND DETERMINE THE USE AND DISPOSITION OF ANY OF SUCH SURPLUS OR NET PROFITS. THE BOARD OF DIRECTORS MAY IN ITS DISCRETION USE AND APPLY ANY OF SUCH SURPLUS OR NET PROFITS IN PURCHASING OR ACQUIRING ANY OF THE SHARES OF THE STOCK OF THE CORPORATION, OR ANY OF ITS BONDS OR OTHER EVIDENCES OF INDEBTEDNESS, TO SUCH EXTENT AND IN SUCH MANNER AND UPON SUCH LAWFUL TERMS AS THE BOARD OF DIRECTORS SHALL DEEM EXPEDIENT.

(d) THE CORPORATION RESERVES THE RIGHT TO MAKE FROM TIME TO TIME ANY AMENDMENTS OF ITS CHARTER WHICH MAY NOW OR HEREAFTER BE AUTHORIZED BY LAW, INCLUDING ANY AMENDMENTS CHANGING THE TERMS OF ANY CLASS OF ITS STOCK BY CLASSIFICATION, RE-CLASSIFICATION OR OTHERWISE, BUT NO SUCH AMENDMENT WHICH CHANGES THE TERMS OF ANY OF THE OUTSTANDING STOCK SHALL BE VALID UNLESS SUCH CHANGE OF TERMS SHALL HAVE BEEN AUTHORIZED BY THE HOLDERS OF FOUR-FIFTHS OF ALL OF SUCH STOCK AT THE TIME OUTSTANDING, BY VOTE AT A MEETING OR IN WRITING WITH OR WITHOUT A MEETING.

(e) NO HOLDERS OF STOCK OF THE CORPORATION, OF WHATEVER CLASS, SHALL HAVE ANY PREFERENTIAL RIGHT OF SUBSCRIP-

TION TO ANY SHARES OF ANY CLASS OR TO ANY SECURITIES CONVERTIBLE INTO SHARES OF STOCK OF THE CORPORATION, NOR ANY RIGHT OF SUBSCRIPTION TO ANY THEREOF OTHER THAN SUCH, IF ANY, AS THE BOARD OF DIRECTORS IN ITS DISCRETION MAY DETERMINE, AND AT SUCH PRICE AS THE BOARD OF DIRECTORS IN ITS DISCRETION MAY FIX; AND ANY SHARES OR CONVERTIBLE SECURITIES WHICH THE BOARD OF DIRECTORS MAY DETERMINE TO OFFER FOR SUBSCRIPTION TO THE HOLDERS OF STOCK MAY, AS SAID BOARD OF DIRECTORS SHALL DETERMINE, BE OFFERED TO HOLDERS OF ANY CLASS OR CLASSES OF STOCK AT THE TIME EXISTING TO THE EXCLUSION OF HOLDERS OF ANY OR ALL OTHER CLASSES AT THE TIME EXISTING.

(f) NOTWITHSTANDING ANY PROVISION OF LAW REQUIRING ANY ACTION TO BE TAKEN OR AUTHORIZED BY THE AFFIRMATIVE VOTE OF THE HOLDERS OF A DESIGNATED PROPORTION OF THE SHARES OF STOCK OF THE CORPORATION, OR TO BE OTHERWISE TAKEN OR AUTHORIZED BY VOTE OF THE STOCKHOLDERS, SUCH ACTION SHALL BE EFFECTIVE AND VALID IF TAKEN OR AUTHORIZED BY THE AFFIRMATIVE VOTE OF A MAJORITY OF THE TOTAL NUMBER OF VOTES ENTITLED TO BE CAST THEREON, EXCEPT AS OTHERWISE PROVIDED IN THIS CHARTER.

(g) THE BOARD OF DIRECTORS SHALL HAVE POWER, SUBJECT TO ANY LIMITATIONS OR RESTRICTIONS HEREIN SET FORTH OR IMPOSED BY LAW, TO CLASSIFY OR RECLASSIFY ANY UNISSUED SHARES OF STOCK, WHETHER NOW OR HEREAFTER AUTHORIZED, BY FIXING OR ALTERING IN ANY ONE OR MORE RESPECTS, FROM TIME TO TIME BEFORE ISSUANCE OF SUCH SHARES, THE PREFERENCES, RIGHTS, VOTING POWERS, RESTRICTIONS AND QUALIFICATIONS OF, THE DIVIDENDS ON, THE TIMES AND PRICES OF REDEMPTION OF, AND THE CONVERSION RIGHTS OF, SUCH SHARES.

(h) THE BOARD OF DIRECTORS SHALL HAVE POWER TO DECLARE AND AUTHORIZE THE PAYMENT OF STOCK DIVIDENDS, WHETHER OR NOT PAYABLE IN STOCK OF ONE CLASS TO HOLDERS OF STOCK OF ANOTHER CLASS OR CLASSES; AND

SHALL HAVE AUTHORITY TO EXERCISE, WITHOUT A VOTE OF STOCKHOLDERS, ALL POWERS OF THE CORPORATION, WHETHER CONFERRED BY LAW OR BY THESE ARTICLES, TO PURCHASE, LEASE OR OTHERWISE ACQUIRE THE BUSINESS, ASSETS OR FRANCHISES, IN WHOLE OR IN PART, OF OTHER CORPORATIONS OR UNINCORPORATED BUSINESS ENTITIES.

99

EIGHTH: THE DURATION OF THE CORPORATION SHALL BE PERPETUAL.

IN WITNESS WHEREOF, WE HAVE SIGNED THESE ARTICLES OF INCORPORATION ON THIS 5th DAY OF October, A. D. 1956.

WITNESS:

<u>Pearl L. Gehr</u>	<u>Meyer Berkson</u> MEYER BERKSON
<u>Pearl L. Gehr</u>	<u>Jacob B. Berkson</u> JACOB B. BERKSON
<u>Pearl L. Gehr</u>	<u>Sara Hopkins</u> SARA HOPKINS

STATE OF MARYLAND, COUNTY OF WASHINGTON, TO-WIT:

I HEREBY CERTIFY, THAT ON THIS 5th DAY OF October A. D., 1956, BEFORE ME, THE SUBSCRIBER, A NOTARY PUBLIC OF THE STATE OF MARYLAND, IN AND FOR THE COUNTY AFORESAID, PERSONALLY APPEARED MEYER BERKSON, JACOB B. BERKSON AND SARA HOPKINS, AND SEVERALLY ACKNOWLEDGED THE FOREGOING ARTICLES OF INCORPORATION TO BE THEIR RESPECTIVE ACT.

WITNESS MY HAND AND NOTARIAL SEAL, THE DAY AND YEAR LAST ABOVE WRITTEN.

My COMMISSION EXPIRES:

May 6, 1957

Pearl L. Gehr
NOTARY PUBLIC



ARTICLES OF INCORPORATION
OF
MB ENTERPRISES INC.

approved by the State Tax Commission of Maryland
received for record October 15, 1956
in conformity with law and ordered recorded.

October 15, 1956 and
at 9:00 o'clock A.M. as

A 6769

APPROVAL RECORDED IN
MINUTES - CORPORATE LEDGER

Commissioners

Recorded in Liber *F-9*, folio *1174* one of the Charter Records of the State Tax
Commission of Maryland.

Capital

Increase of Capital

Bonus tax paid \$ 20.00 Recording fee paid \$ 16.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.



[Handwritten Signature]

Secretary

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

APR 3 3 46 PM '57

LIBER FOLIO
LAND RECORDS
G. MERLIN SNYDER / CLERK

Recorded April 3, 1957 at 3:46 P.M. Liber 7
ARTICLES OF INCORPORATION

OF

"CONTINENTAL MOTORS, LTD."

THIS IS TO CERTIFY:

FIRST

That the subscribers, Philip Linwood Poffenberger, whose post office address is Rural Route No. 6, Hagerstown, Maryland, Jane Lochbaum Poffenberger, whose post office address is Route No. 6, Hagerstown, Maryland, and William Ford Barnes, whose post office address is 112 North Kentucky Avenue, Martinsburg, West Virginia, all being of legal age and citizens of the United States, do, under and by virtue of the Public General Laws of the State of Maryland, authorizing the formation of corporations, hereby associate ourselves with the intention of forming a corporation.

SECOND

The name of the corporation is "Continental Motors, Ltd".

THIRD

The purposes for which the corporation is formed and the business and objects to be carried on and to be promoted by it are as follows:

1. To conduct and carry on in the State of Maryland and elsewhere the business of buying, distributing and selling at wholesale and/or retail any and all makes of new and used automobiles, specializing however in automobiles manufactured or designed in foreign countries, for which the corporation may obtain franchises so to do, and stocking and selling all kinds of accessories thereto and supplies therefor, including gasoline, fuels, lubricants, oils, waxes, paints and other materials used in the maintenance, upkeep, repairs and operation of said automobiles, and to conduct and carry on any other kinds of business which may be conveniently carried on within any of the purposes and objects of the corporation and to that end to open and operate display, storage and supply rooms, warehouses, offices or agencies throughout the State of Maryland to effect said purposes and generally to construct, renovate and repair all kinds of buildings and structures for said purpose; to purchase or otherwise acquire and undertake all or any part of the business, property and liabilities of any persons, partnerships, or

corporations carrying on any kind of business which this corporation is authorized to conduct and to enter into partnerships or into any agreement for the sharing of profits, union of interests, reciprocal concessions, or to co-operate with any persons, partnerships or corporations carrying on or about to carry on any business which this corporation is authorized to conduct, or any business or transaction capable of being conducted so as, directly or indirectly, to benefit this corporation.

2. To purchase, lease or otherwise acquire, hold, own, use, manage, improve, maintain, develop, sell, transfer, exchange, mortgage, convey or otherwise acquire and dispose of all kinds of property, whether real or personal in this State or any other State, District or territory of the United States, which shall be necessary or convenient in connection with or in carrying on the business of said Corporation or any part thereof.

3. To purchase or otherwise acquire all or any part of the property, stock, goodwill, rights, credits, accounts and/or any other assets of the business of any persons, partnerships, firms, associations or corporations heretofore or hereafter engaged in business similar to any business which this corporation has the power to conduct, and to hold, utilize, enjoy, or in any manner dispose of the whole or any part of the property,

stock, rights, credits, accounts and any other assets of any business so acquired and to assume in connection with any such purchase all debts, contracts, obligations and liabilities of any such persons, partnerships, firms, associations or corporations.

4. To subscribe for, acquire, sell, hold, exchange and deal in shares of stock, bonds, obligations and securities of any public or private corporation, government or municipality and to have the express power to hold, purchase, or otherwise acquire, sell, transfer, pledge, mortgage or otherwise dispose of, absolutely, or upon condition, shares of the capital stock, bonds, or other evidences of indebtedness created by any other corporation, and while the owner thereof to exercise all the incidents of ownership.

5. To issue shares of its stock of any class in the manner permitted by law, to raise money for any of the purposes of the corporation or in payment for property purchased or for services rendered the corporation or for any other lawful consideration.

6. To borrow or raise money for any of the

purposes of the corporation and to issue bonds, debentures, notes, or other obligations of any nature and in any manner permitted by law, to secure the repayment of money so borrowed or in payment of property purchased, or for any other lawful consideration and to secure the payment thereof and the interest thereon by mortgage upon, or pledge, or conveyance, or assignment in trust of the whole or any part of the property of the corporation, real or personal, including contract rights, whether at the time owned by the corporation or thereafter acquired, and to sell, pledge, discount or otherwise dispose of such bonds, notes or other obligations of the corporation for its corporate purposes.

7. To carry on any other business in connection with the business of the corporation which may seem to be calculated, directly or indirectly, to effectuate the aforesaid purposes and objects or any of them, or to facilitate it in the transaction of its aforesaid business, or any part thereof, or in the transaction of any other business that may be calculated directly or indirectly, to enhance the value of its property and rights, not contrary to the Laws of the State of Maryland. The said corporation shall enjoy and exercise all of the powers and rights conveyed by law upon corporations and the enumeration of the specific powers in these Articles of Incorporation are in furtherance of and not in limitation of the general powers conferred by law upon corporations.

FOURTH

The post office address of the principal office of the corporation in this State will be No. 925 Pennsylvania Avenue, Hagerstown, Maryland, and the resident agent of the corporation is Philip Linwood Poffenberger, whose post office address is Rural Route No. 6, Hagerstown, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH

The total amount of the authorized capital stock of the corporation is five hundred (500) shares of the par value of One Hundred (\$100.00) Dollars per share.

SIXTH

The corporation shall have three directors and Philip Linwood Poffenberger and Jane Lochbaum Poffenberger, both residents of Washington County, State of Maryland, and who

HARVEY M. MILLER
ATTORNEY AT LAW
HAGERSTOWN, MD.

actually reside therein, and William Ford Barnes, a resident of Martinsburg, State of West Virginia, and who actually resides therein, shall act as said directors until the first annual meeting of said corporation or until their successors are duly

chosen and qualified. The number of directors may be changed as the by-laws of the corporation may from time to time provide, subject to the provisions of the Code of Public General Laws of the State of Maryland.

SEVENTH

The duration of the corporation shall be perpetual.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 13th day of October, A.D. 1956.

Philip Linwood Poffenberger (SEAL)
Philip Linwood Poffenberger

Jane Lochbaum Poffenberger (SEAL)
Jane Lochbaum Poffenberger

William Ford Barnes (SEAL)
William Ford Barnes

TEST:

Louise P. Spessard
Louise P. Spessard

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 13th day of October, A.D. 1956, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Philip Linwood Poffenberger, Jane Lochbaum Poffenberger and William Ford Barnes, known to me to be the persons whose names are subscribed to the foregoing Articles of Incorporation and acknowledged that they executed the same for the purposes therein contained.

Witness my hand and Official Notarial Seal.



Louise P. Spessard
Louise P. Spessard
Notary Public

HARVEY M. MILLER
ATTORNEY AT LAW
HAGERSTOWN, MD.

ARTICLES OF INCORPORATION
OF
CONTINENTAL MOTORS, LTD.

approved by the State Tax Commission of Maryland October 15, 1956 and
received for record October 15, 1956 at 2:37 o'clock P. M. as
in conformity with law and ordered recorded.

A 6772

APPROVAL RECORDED IN
MINUTES - CORPORATE LEDGER
Commissioners

Recorded in Liber *F-10*, folio *14*, one of the Charter Records of the State Tax
Commission of Maryland.

Capital

Increase of Capital

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.

[Signature]
Secretary



STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

APR 3 3 46 PM '57

LIBER FOLIO
LAND & CONDUITS CASES
G. MERLIN SNYDER / CLERK

Recorded April 3, 1957 at 3:46 P.M. Liber 7

ARTICLES OF AMENDMENT OF THE TRUSTEES OF THE WASHINGTON
SQUARE METHODIST EPISCOPAL CHURCH OF HAGERSTOWN

THIS IS TO CERTIFY:

FIRST: This is to certify that the Charter of the Trustees of The Washington Square Methodist Episcopal Church of Hagerstown, Washington County, Maryland (hereinafter called corporation) is hereby amended by striking out the words in Article 2 of said Charter which reads as follows: "The Corporate name and title shall be, "The Trustees of the Washington Square Methodist Episcopal Church of Hagerstown", and inserting in lieu thereof the following:

"The Corporate name and title shall be "Washington Square Methodist Church of Hagerstown".

SECOND: That the Board of Trustees of the Corporation at a meeting duly convened and held on the 27th day of July, 1956, duly advised the amendment of the Charter of the Corporation hereinabove set forth by passing a resolution declaring that said amendment is advisable and calling a meeting of the members to take action thereon.

THIRD: That the meeting of the members of the congregation, called by the Board of Trustees of the Corporation as aforesaid and duly warned in the manner provided by law, was held at Washington Square Methodist Church in Hagerstown, Maryland, on the 12th day of August, 1956, and the members by more than two-thirds of all the members of the congregation entitled to vote duly adopted the amendment of the Charter of the Corporation hereinabove set forth.

IN WITNESS WHEREOF; The Trustees of the Washington Square Methodist Episcopal Church of Hagerstown at Hagerstown, Washington County, State of Maryland, has caused these presents to be signed in its name by Charles M. LeFew, Pastor and Chairman

of the Board of Trustees, and its Corporate seal to be hereto attached and attested by Eugene C. Ryan, its Secretary, on this 2nd day of October, 1956.

ATTEST AS TO SEAL

Eugene C. Ryan
Eugene C. Ryan
Secretary

The Trustees of the Washington Square Methodist Episcopal Church of Hagerstown

By *Charles M. LeFew*
Charles M. LeFew
Chairman of the Board of Trustees



STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 2nd day of October, 1956, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Charles M. LeFew, Pastor and Chairman of the Board of Trustees of The Trustees of Washington Square Methodist Episcopal Church of Hagerstown, and in the name and on behalf of said Corporation acknowledged the foregoing Articles of Amendment to be the Corporate act of said Corporation; and at the same time personally appeared Eugene C. Ryan and made oath in due form of law that he was Secretary of the meeting of members of the congregation at which the amendment of the Charter of the Corporation set forth in said Articles of Amendment was adopted, and that the matters and facts set forth in said Articles of Amendment are true to the best of his knowledge, information and belief.

WITNESS my hand and Official Notarial Seal.

Edwin Russell
Notary Public



My Commission Expires: May 6, 1957.

ARTICLES OF AMENDMENT

OF

THE TRUSTEES OF THE WASHINGTON SQUARE METHODIST EPISCOPAL CHURCH OF HAGERSTOWN
changing its name to
WASHINGTON SQUARE METHODIST CHURCH OF HAGERSTOWN

approved by the State Tax Commission of Maryland
received for record October 9, 1956
in conformity with law and ordered recorded.

October 9, 1956 and
at 9:00 o'clock A. M. as

A 6697

APPROVAL RECORDED IN
MINUTES - CORPORATE LEDGER

Commissioners

Recorded in Liber *F-9*, folio *800*, one of the Charter Records of the State Tax
Commission of Maryland.

Capital

Increase of Capital

Bonus tax paid \$ Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.



William W. Ware
Secretary

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

APR 3 3 46 PM '57

LIBER FOLIO
~~LAURENCE H. HORTON~~ G. MERLIN SHYDER
CLERK

Recorded April 3, 1957 at 3:46 P.M. Liber 67

HESCO, INC.

STOCK ISSUANCE STATEMENT

Hesco, Inc., a Maryland corporation having its principal office in Washington County, Maryland (hereinafter called the "Corporation"), hereby certifies to the State Tax Commission of Maryland, that:

FIRST: The Corporation has authorized the issuance of seven hundred (700) full paid and non-assessable shares of the par value of One Hundred Dollars (\$100) per share of the capital stock of the Corporation for the following consideration, which, as determined by the Board of Directors, is not less than Seventy Thousand Dollars (\$70,000):

The assignment by the stockholder to the Corporation of all of the former's rights under the Asset Purchase Agreement between it and George M. Custer, et ux. dated August 9, 1956 to acquire all of the assets of a certain business (for which the stockholder paid \$70,000, consisting of \$50,800 in cash and \$19,200 in par value of the stockholder's Class B Common Stock.

SECOND: (a) The actual value of the consideration to be received by the Corporation, as determined by the Board of Directors, is at least equal to the par value of the shares to be so issued and at the time of authorization of the issuance of such shares of stock there were no shares of stock of any class of the Corporation outstanding and entitled to vote; and

(b) The issuance of said shares of stock on the terms above set forth was duly authorized by the Board of Directors of the Corporation at a meeting held on September 10, 1956.

IN WITNESS WHEREOF, HESCO, INC. has caused these presents to be signed in its name and on its behalf by its President or one of its Vice-Presidents and its corporate seal to be hereunto affixed and attested by its Secretary or one of its Assistant Secretaries on Sept 10, 1956.

Attest:

Bryant J. Hean
Secretary

HESCO, INC.

By

J. J. Hartman
President

STATE OF PENNSYLVANIA :
COUNTY OF Lancaster : ss:
:

I HEREBY CERTIFY that on Sept 10, 1956, before me, the subscriber, a notary public of the State of Pennsylvania in and for the County of Lancaster, personally appeared John W. Hartman Sr., President (or Vice-President) of Hesco, Inc., a Maryland corporation, and in the name and on behalf of said corporation acknowledged the foregoing Stock Issuance Statement to be the corporate act of said corporation; and at the same time personally appeared Benjamin F. Weaver and made oath in due form of law that he was secretary of the meeting of the stockholders of said corporation at which the issuance of the stock therein mentioned was finally approved, and that the matters and facts set forth in said statement are true to the best of his knowledge, information and belief.

WITNESS my hand and notarial seal the day and year last above written.

George H. Brachfeld
Notary Public


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STOCK ISSUANCE STATEMENT
OF
HESCO, INC.

approved by the State Tax Commission of Maryland
received for record October 16, 1956
in conformity with law and ordered recorded.

October 16, 1956 and
at 9:30 o'clock A. M. as

A 6745

APPROVAL REQUIRED IN
MINUTES - CORPORATE LEDGER
Commissioners

Recorded in Liber *F-9*, folio *1062*, one of the Charter Records of the State Tax Commission of Maryland.

Capital

Increase of Capital

Bonus tax paid \$..... Recording fee paid \$ 10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.



[Signature]
Secretary

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

APR 3 3 46 PM '57

LIBER 10140

G. MERLIN SNYDER / MARYLAND
CLERK

Recorded April 3, 1957 at 3:46 P.M Liber 07

THE WASHINGTON APARTMENT COMPANY

ARTICLES OF DISSOLUTION.

This is to certify:

1. The name of the Corporation is

THE WASHINGTON APARTMENT COMPANY,

and the post office address of its principal office in the State of Maryland, is c/o Guy R. Hebb, 225 East Baltimore Street, Funkstown, Maryland.

2. Guy R. Hebb, whose post office address is 225 East

Baltimore Street, Funkstown, Maryland, is the resident agent of said Corporation, in the State of Maryland, service of process upon whom shall bind the Corporation in any action, suit or proceeding tending or thereafter instituted or filed against

the Corporation for one year after dissolution, and thereafter until the affairs of the Corporation are wound up, and the said Guy R. Hebb is a resident of the State of Maryland and actually resides therein.

3. The names and post office addresses of the Directors of the Corporation are as follows:

Guy R. Hebb, 225 East Baltimore Street, Funkstown, Maryland.

Florence B. Hebb, 225 East Baltimore Street, Funkstown, Maryland.

Richard W. Hebb, Cavetown Pike, Hagerstown, R.F.D., Maryland.

4. The name, title, and post office address of each of the officers of the Corporation is as follows:

Richard W. Hebb, President, Cavetown Pike, Hagerstown, R. F. D., Maryland.

Florence B. Hebb, Vice-President, 225 East Baltimore Street, Funkstown, Maryland.

Guy R. Hebb, Secretary-Treasurer, 225 East Baltimore Street, Funkstown, Maryland.

5. That the dissolution of the Corporation was duly authorized by unanimous vote of the entire Board of Directors on May 19, 1956, and that the dissolution of the Corporation was duly advised by the Board of Directors, and authorized by the Stockholders of the Corporation on June 29, 1956, in the manner and by the vote required by Chapter 135 of the Laws of Maryland, 1951.

6. That the Corporation has no known creditors.

7. That the Corporation is hereby dissolved.

8. That these Articles of Dissolution are accompanied by Certificates of the Comptroller of the Treasury of the State of Maryland, and of the Collector of taxes for Washington County, (being all collectors of taxes upon whose rolls this Corporation's property is listed as taxable), stating in effect that all taxes levied on assessments made by the State Tax Commission and billed by and payable to such collecting authorities by the Corporation have been paid, except taxes barred by Section 210 of Article 81, of the Annotated Code of Maryland, 1951, or otherwise.

IN WITNESS WHEREOF, The Washington Apartment Company has caused its name to be hereunto subscribed by Richard W. Hebb, its President, and its corporate seal to be hereto affixed and duly attested by Guy R. Hebb, its Secretary, this *13th* day of

September, A.D., 1956.

THE WASHINGTON APARTMENT COMPANY

By Richard W. Hebb
Richard W. Hebb, its President



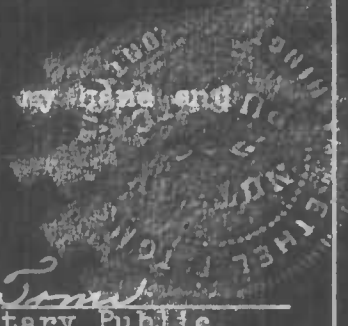
Guy R. Hebb
Guy R. Hebb, Secretary

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STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 28th day of September, A.D., 1956, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Richard W. Hebb, the President of The Washington Apartment Company, a Maryland Corporation, and acknowledged the foregoing Articles of Dissolution to be the act of said Corporation, and at the same time also personally appeared Guy R. Hebb, Secretary of The Washington Apartment Company, and Secretary of the Special Meeting of the Board of Directors, at which the Dissolution of the Corporation was duly authorized, and also Secretary of the Special Meeting at which the Dissolution of said Corporation was authorized and approved, and made oath in due form of law, that the matters and facts set forth in the foregoing Articles of Dissolution with respect to authorization and approval, are true to the best of his knowledge.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my Notarial Seal.



Ethel P. Toms
Ethel P. Toms, Notary Public

My commission expires: May 6, 1957



Office of Comptroller
Treasury Department
Annapolis, Maryland

J. Millard James
Comptroller
Joseph O. C. McCusker
Chief Deputy

THIS IS TO CERTIFY, That the books of the
State Comptroller's Office show that all taxes and
charges due the State of Maryland, payable through
the said office as of the date hereof by

THE WASHINGTON APARTMENT COMPANY
have been paid.

WITNESS my hand and official seal this
eleventh day of October A. D. 1956.



J. Millard James
Comptroller

Hugh K. Troxell
TREASURER
OF
WASHINGTON COUNTY, MD.
Hagerstown, Maryland

September 28, 1956

To Whom it May Concern:

Re: Account of The Washington Apartment Co.

This is to certify that the books and
records of the County Treasurer for Washington
County show that all taxes levied on assessments
made by the Maryland State Tax Commission and
billed by and payable to the County Treasurer for
Washington County by the above Corporation have
been paid.

Witness the hand and seal of Hugh K
Troxell, County Treasurer for Washington County
this 28th day of September, A. D. 1956

Hugh K. Troxell

Hugh K. Troxell, Treasurer for
Washington County

THE STATE TAX COMMISSION OF MARYLAND

hereby gives notice that ARTICLES OF DISSOLUTION of the
THE WASHINGTON APARTMENT COMPANY

were received for record on October 18, 1956, 19____,
in accordance with the provisions of Sec. 72 of Art. 23 of the
Code (1951 Edition).

OWEN E. HITCHINS
JOHN WOOD LOGAN
Commissioners.

has stated that said articles were validly adopted and that
all legal proceedings in respect to the same have been
terminated and the same have been fully carried out.

//

ARTICLES OF DISSOLUTION
OF
THE WASHINGTON APARTMENT COMPANY

approved by the State Tax Commission of Maryland October 18, 1956 and
received for record October 18, 1956 at 9:00 o'clock A. M. as
in conformity with law and ordered recorded.

A 6813

APPROVAL RECORDED IN
MINUTES - CORPORATE LEDGER

Commissioners

Recorded in Liber F-10 , folio 269 , one of the Charter Records of the State Tax
Commission of Maryland.

Capital

Increase of Capital

Special

Fee

Bonus tax paid \$ 10.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.



Secret W. Logan
Secretary

ARTICLES OF INCORPORATION
CONSOLIDATED BUSINESS FORMS, INC.

THIS IS TO CERTIFY:

FIRST

That we, the subscribers, Raymond D. Hollinger, whose post office address is 25 South Colonial Drive, Hagerstown, Maryland; George J. Fey, Jr., whose post office address is 965 Greenbriar Road, Hagerstown, Maryland; and Bruce C. Lightner, whose post office address is 504 Second National Bank Building, Hagerstown, Maryland; all being of full legal age, and all being residents of Washington County, Maryland, do under, and by virtue of the General Laws of the State of Maryland, authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

SECOND

The name of the corporation is CONSOLIDATED BUSINESS FORMS, INC.

THIRD

Purposes: The purposes for which, and for any of which the corporation is formed, and the business and objects to be carried on and promoted by it are as follows:

To manufacture, sell and distribute business forms, systems and related equipment and to purchase, sell, and otherwise deal in all kinds of stock, wares and merchandise pertaining thereto; to purchase, own, hold, sell, lease, convey, mortgage, pledge, transfer, or otherwise acquire or dispose of land, buildings and all other property, both real and personal, of every kind and description, or any interest therein necessary or desirable for the carrying on of the businesses aforesaid, and to construct, equip, lease, operate, rent and manage buildings of every kind and description, as well as to do and transact such other business subject to the laws of this, or any other State or Country, that may be calculated to promote the interests of the corporation.

The powers above enumerated are in furtherance and not in limitation of the rights and privileges conferred by virtue of the provisions of the Public General Laws of the State of Maryland authorizing the formation of corporations.

FOURTH

The principal office of said corporation will be located at

25 South Colonial Drive, Hagerstown, Maryland.

FIFTH

The said corporation's resident agent in the State of Maryland will be Raymond D. Hollinger, whose post office address is 25 South Colonial Drive, Hagerstown, Washington County, Maryland, being of full legal age and a citizen and actual resident of Washington County, State of Maryland.

SIXTH

The total amount of the authorized capital stock of this said corporation will be One Hundred Thousand (\$100,000.00) Dollars, divided into One Thousand (1,000) shares of the par value of One Hundred (\$100.00) Dollars each.

SEVENTH

The corporation shall have three (3) directors, and Raymond D. Hollinger, George J. Fey, Jr., and Bruce C. Lightner shall act as such until the first annual meeting or until their successors are duly chosen and qualified. The number of directors may be changed in such lawful manner as the by-laws may from time to time provide.

EIGHTH

The Board of Directors of the corporation is hereby empowered to authorize the issuance from time to time shares of the stock of the corporation of any class, whether now or hereafter authorized, and securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration and on such terms as said Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the by-laws of the corporation.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on this 27th day of November, A.D., 1956.

Attest:

Raymond D. Hollinger
Raymond D. Hollinger

George J. Fey, Jr.
George J. Fey, Jr.

Sammie E. Kellas
Sammie E. Kellas

Bruce C. Lightner
Bruce C. Lightner

STATE OF MARYLAND, WASHINGTON COUNTY, To-wit:

I HEREBY CERTIFY, That on this day of November, A.D., 1956, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared Raymond D. Hollinger, George J. Fey, Jr., and Bruce C. Lightner, and severally acknow-

ledged the foregoing Articles of Incorporation to be their act.

117

WITNESS my hand and Notarial Seal.



Sammie E. Kellas
Sammie E. Kellas, Notary Public

My commission expires May 6, 1957.

117

ARTICLES OF INCORPORATION

OF

CONSOLIDATED BUSINESS FORMS, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR
MAY 28 4 15
LIDGER FOR
C. MERLIN SWYDI

approved by the State Tax Commission of Maryland

November 28, 1956

and

received for record November 28, 1956

at 12:04 o'clock P.M. as

in conformity with law and ordered recorded.

A 7164

APPROVAL RECORDED IN
MINUTES - CORPORATE LEDGER

Commissioners

Recorded in Liber *F-15*, folio *19*, one of the Charter Records of the State Tax Commission of Maryland.

Capital

Increase of Capital

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.



[Signature]
Secretary

Recorded May 2, 1957 at 8:41 A.M. Liber 07

FULTON RADIO SALES, INC.

ARTICLES OF AMENDMENT

THIS IS TO CERTIFY:

FIRST: That the Charter of Fulton Radio Sales, Inc., a Maryland Corporation, having its principal office in Washington County, Maryland, (hereinafter called the Corporation) be and the same is hereby amended by striking out Article Sixth of the Articles of Incorporation and inserting in lieu thereof the following:

SIXTH: The total amount of the authorized capital stock of the Corporation shall be One Million (\$1,000,000.00) Dollars divided into Five Thousand (5000) shares of the par value of One Hundred (\$100.00) Dollars each and shall be Preferred Stock and Five Thousand (5000) shares of the par value of One Hundred (\$100.00) Dollars each and shall be Common Capital Stock. The preferences, priorities, restrictions and privileges of the classes of stock shall be as follows:

(a) The holders of Preferred Stock shall be entitled out of any and all surplus or net profits when and as declared by the Board of Directors to cumulative dividends at the rate of Five (5%) Per Cent per annum from December 31, 1956, payable on such dates as may be determined by the Board of Directors in preference and priority of any payment of any dividend on Common Capital Stock. After the payment of current and accrued dividends on Preferred Stock aggregating Five (5%) Per Cent per annum in any fiscal year the Board of Directors may declare out of surplus or net profits dividends on Common Capital Stock payable at such times and at such rates as may be determined by Board of Directors.

(b) Any or all of the Preferred Stock shall be subject to redemption at One Hundred Ten (\$110.00) Dollars per share and dividends declared but unpaid thereon at such time or times and in such manner as the Board of Directors shall determine.

(c) The Holders of Common Capital Stock outstanding shall be vested with exclusive voting power for the election of Directors and for all other purposes except as otherwise may be provided by law.

(d) In the event of the dissolution of the Corporation or of a distribution of assets or any portion thereof by way of return of capital the holders of Preferred Stock shall be entitled to receive and be paid out of the surplus funds of the Corporation or out of the assets so distributed an amount equal to the par value of Preferred Stock together with dividends declared but unpaid thereon before any amount shall be set aside or paid to the holders of Common Capital Stock and the holders of Preferred Stock shall not be entitled to any further share in the assets of the Corporation in the event of dissolution as above provided. Any surplus funds or assets of the Corporation remaining after said payment to holders of Preferred Stock shall be distributed to the holders of Common Capital Stock outstanding.

SECOND: That the Board of Directors of the Corporation at a meeting duly convened and held on the 23rd day of November, 1956, duly

advised the amendment of the Charter of the Corporation hereinabove set forth by passing a resolution declaring that said amendment is advisable, and calling a meeting of stockholders to take action thereon.

THIRD: That the meeting of stockholders of the Corporation, called by the Board of Directors of the Corporation, as aforesaid, was held at the office of the Corporation in Hancock, Maryland, on 23rd day of November, 1956, pursuant to waiver of notice duly executed and filed with the records of the meeting; and at said meeting the stockholders, by the affirmative vote of the holders of all of the shares of stock outstanding and entitled to vote, duly adopted the amendment of the Charter of the Corporation hereinabove set forth.

FOURTH: That the par value of the shares of Capital stock heretofore authorized is Five Hundred Thousand (\$500,000.00) Dollars divided into Five Thousand (5000) shares of the par value of One Hundred (\$100.00) Dollars each which are Common Stock of which One Thousand four hundred seventy-two (1,472) shares of Common Stock have been issued and are now outstanding.

IN WITNESS WHEREOF, Fulton Radio Sales, Inc., has caused these presents to be signed in its name and on its behalf by its President, and its Corporate Seal to be hereto attached by its Secretary, on this 23rd day of November, 1956.



FULTON RADIO SALES, INC.

ATTEST:

Lucile E. Fulton
Lucile E. Fulton, Secretary

BY Stanley M. Fulton
Stanley M. Fulton, President

STATE OF MARYLAND, WASHINGTON COUNTY: To-wit:-

I hereby certify that on this 23rd day of November, 1956, before the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Stanley M. Fulton, President of Fulton Radio Sales, Inc., who acknowledged himself to be President of Fulton Radio Sales, Inc., and in the name and on behalf of said Corporation acknowledged the foregoing Articles of Amendment to be the corporate act of said Corporation; and at the same time personally appeared Lucile E. Fulton and made oath in due form of law that she was the Secretary of the meeting of stockholders of the Corporation at which the amendment of the Charter of the Corporation set forth in said Articles of Amendment was adopted, and that the matters and facts set forth in said Articles of Amendment are true to the best of her knowledge, information and belief.

Witness my hand and Notarial Seal.



My Commission Expires: May 6, 1957

Catherine M. Hess
Catherine M. Hess, Notary Public

ARTICLES OF AMENDMENT
OF
FULTON RADIO SALES, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

MAY 28 40 AM '57

LIBER FOLD
LAD C/MORTG C/CALED
G. MERLIN SWYDER
CLERK

approved by the State Tax Commission of Maryland November 28, 1956 and
received for record November 28, 1956 at 9:00 o'clock A.M. as
in conformity with law and ordered recorded.

A 7175

APPROVAL RECORDED IN
MINUTES - CORPORATE LEDGER

Commissioners

Recorded in Liber F-15, folio 75, one of the Charter Records of the State Tax
Commission of Maryland.

Capital

Increase of Capital

Bonus tax paid \$ 100.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.



G. Merlin Swyder
Secretary

Recorded May 2, 1957 at 8:40 A.M. Liber 7

FULTON PETROLEUM SALES, INC.

ARTICLES OF AMENDMENT

THIS IS TO CERTIFY:

FIRST: That the Charter of Fulton Petroleum Sales, Inc., a Maryland Corporation, having its principal office in Washington County, Maryland, (hereinafter called the Corporation) be and the same is hereby amended by striking out Article Sixth of the Articles of Incorporation and inserting in lieu thereof the following:

SIXTH: The total amount of the authorized capital stock of the Corporation shall be Four Hundred Thousand (\$400,000.00) Dollars divided into Two Thousand (2000) shares of the par value of One Hundred (\$100.00) Dollars each and shall be Preferred Stock and Two Thousand (2000) shares of the par value of One Hundred (\$100.00) Dollars each and shall be Common Capital Stock. The preferences, priorities, restrictions and privileges of the classes of stock shall be as follows:

(a) The holders of Preferred Stock shall be entitled out of any and all surplus or net profits when and as declared by the Board of Directors to cumulative dividends at the rate of Five (5%) Per Cent per annum from December 31, 1956, payable on such dates as may be determined by the Board of Directors in preference and priority of any payment of any dividend on Common Capital Stock. After the payment of current and accrued dividends on Preferred Stock aggregating Five (5%) Per Cent per annum in any fiscal year the Board of Directors may declare out of surplus or net profits dividends on Common Capital Stock payable at such times and at such rates as may be determined by the Board of Directors.

(b) Any or all of the Preferred Stock shall be subject to redemption at One Hundred Ten (\$110.00) Dollars per share and dividends declared but unpaid thereon at such time or times and in such manner as the Board of Directors shall determine.

(c) The Holders of Common Capital Stock outstanding shall be vested with exclusive voting power for the election of Directors and for all other purposes except as otherwise may be provided by law.

(d) In the event of the dissolution of the Corporation or of a distribution of assets or any portion thereof by way of return of capital the holders of Preferred Stock shall be entitled to receive and be paid out of the surplus funds of the Corporation or out of the assets so distributed an amount equal to the parvalue of Preferred Stock together with dividends declared but unpaid thereon before any amount shall be set aside or paid to the holders of Common Capital Stock and the holders of Preferred Stock shall not be entitled to any further share in the assets of the Corporation in the event of dissolution as above provided. Any surplus funds or assets of the Corporation remaining after said payment to holders of Preferred Stock shall be distributed to the holders of Common Capital Stock outstanding.

SECOND; That the Board of Directors of the Corporation at a meeting duly convened and held on the 23rd day of November, 1956 duly advised the amendment of the Charter of the Corporation hereinabove set forth by passing a resolution declaring that said amendment is advisable, and calling a meeting of stockholders to take action thereon.

THIRD: That the meeting of stockholders of the Corporation, called by the Board of Directors of the Corporation, as aforesaid, was held at the office of the Corporation in Hancock, Maryland, on 23rd day of November, 1956, pursuant to waiver of notice duly executed and filed with the records of the meeting; and at said meeting the stockholders, by the affirmative vote of the holders of all the shares of stock outstanding and entitled to vote, duly adopted the amendment of the Charter of the Corporation hereinabove set forth.

FOURTH: That the par value of the share of Capital Stock heretofore authorized is Two Hundred Thousand (\$200,000.00) Dollars divided into Two Thousand (2000) shares of the parvalue of One Hundred (\$100.00) Dollars each which are Common Stock of which Five Hundred (500) shares of Common Stock have been issued and are now outstanding.

IN WITNESS WHEREOF, Fulton Petroleum Sales, Inc., has caused these presents to be signed in its name and on its behalf by its President, and its Corporate Seal to be hereto attached by its Secretary, on this 23rd day of November, 1956.

FULTON PETROLEUM SALES, INC.

ATTEST:

Lucile E. Fulton
Lucile E. Fulton, Secretary

BY Stanley M. Fulton
Stanley M. Fulton, President



STATE OF MARYLAND, WASHINGTON COUNTY: To-wit:-

I Hereby Certify that on this 23rd day of November, 1956, before the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Stanley M. Fulton, President of Fulton Petroleum Sales, Inc., who acknowledged himself to be President of Fulton Petroleum Sales, Inc., and in the name and on behalf of said Corporation acknowledged the foregoing Articles of Amendment to be the corporate act of said Corporation and at the same time personally appeared Lucile E. Fulton and made oath in due form of law that she was the Secretary of the meeting of stockholders of the Corporation at which the amendment of the Charter of the Corporation set forth in said Articles of Amendment was adopted, and that the matters and facts set forth in said Articles of Amendment are true to the best of her knowledge, information and belief.

Witness my hand and Notarial Seal.



Catherine M. Hess
Catherine M. Hess Notary Public

My Commission Expires: May 6, 1957

ARTICLES OF AMENDMENT
OF
FULTON PETROLEUM SALES, INC.

RECEIVED FOR RECORD

At Nov 27 1956
9:00 o'clock A.M.

and Same Day Recorded in

Liber No. _____

Folio _____

one of the

Records of

Washington County, Maryland

and examined per

Clerk

approved by the State Tax Commission of Maryland
received for record November 28, 1956
in conformity with law and ordered recorded.

November 28, 1956 and
at 9:00 o'clock A. M. as

A 7176

APPROVAL RECORDED IN
MINUTES - CORPORATE LEDGER

Commissioners

Recorded in Liber F-15, folio 28, one of the Charter Records of the State Tax
Commission of Maryland.

Capital

Increase of Capital

Bonus tax paid \$ 40.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.

Robert W. Ward
Secretary



Recorded May 2, 1957 at 8:40 A.M. Liber 7

ARTICLES OF INCORPORATION
OF
BIG BROTHERS OF HAGERSTOWN, MARYLAND, INC.

THIS IS TO CERTIFY:

FIRST: THAT WE, THE SUBSCRIBERS, MEYER BERKSON, WHOSE POSTOFFICE ADDRESS IS 1419 POTOMAC AVENUE, HAGERSTOWN, MARYLAND; EDWARD J. GALLAHER, JR., WHOSE POSTOFFICE ADDRESS IS ORCHARD ROAD, HAGERSTOWN, MARYLAND; AND RICHARD GRUMBACHER WHOSE POSTOFFICE ADDRESS IS 1151 THE TERRACE, HAGERSTOWN, MARYLAND, ALL BEING AT LEAST TWENTY-ONE YEARS OF AGE, DO UNDER AND BY VIRTUE OF THE GENERAL LAWS OF THE STATE OF MARYLAND AUTHORIZING THE FORMATION OF CORPORATIONS, ASSOCIATE OURSELVES WITH THE INTENTION OF FORMING A CORPORATION BY THE EXECUTION AND FILING OF THESE ARTICLES.

SECOND: THAT THE NAME OF THE CORPORATION (WHICH IS HEREINAFTER CALLED THE "CORPORATION") IS:

BIG BROTHERS OF HAGERSTOWN, MARYLAND, INC.

THIRD: THE PURPOSES FOR WHICH THE CORPORATION IS FORMED ARE AS FOLLOWS:

TO ORGANIZE AND OPERATE AN ASSOCIATION EXCLUSIVELY FOR EDUCATIONAL AND CHARITABLE PURPOSES, NO PART OF THE NET EARNINGS OF WHICH IS TO INURE TO THE BENEFIT OF ANY MEMBER, SHAREHOLDER OR OTHER INDIVIDUAL.

FOR THE GENERAL PURPOSES AFORESAID, AND LIMITED TO THOSE PURPOSES, THE CORPORATION SHALL HAVE THE FOLLOWING POWERS AND PURPOSES:

A. TO ORGANIZE A BODY OF MATURE AND RESPONSIBLE MEN TO INTEREST THEMSELVES INDIVIDUALLY IN THE WELFARE OF UNDERPRIVILEGED BOYS WHOSE PHYSICAL, MENTAL, AND MORAL DEVELOPMENT HAS BEEN HINDERED OR ENDANGERED BECAUSE OF INADEQUATE PARENTAL SUPERVISION, BAD ENVIRONMENT OR OTHER CONDITIONS.

B. TO TAKE A DIRECT PERSONAL AND FRIENDLY INTEREST IN SUCH BOYS AND THEIR FAMILIES; AND TO EMPLOY METHODS THAT WILL PROMOTE THEIR PHYSICAL, MENTAL AND MORAL WELFARE AND THUS MAKE THEM BETTER CITIZENS OF THEIR COMMUNITY AND NATION.

FOURTH: THE POSTOFFICE ADDRESS OF THE PRINCIPAL OFFICE OF THE CORPORATION IN THIS STATE IS 1419 POTOMAC AVENUE, HAGERSTOWN, MARYLAND. THE RESIDENT AGENT OF THE CORPORATION IS MEYER BERKSON, WHOSE POSTOFFICE ADDRESS IS 1419 POTOMAC AVENUE, HAGERSTOWN, MARYLAND. SAID RESIDENT AGENT IS A CITIZEN OF THE STATE OF MARYLAND AND ACTUALLY RESIDES THEREIN.

FIFTH: THE CORPORATION IS NOT AUTHORIZED TO ISSUE ANY CAPITAL STOCK. THE FOLLOWING SHALL BE THE FIRST

MORRIS BASSFORD, JOSEPH H. BAYLIS, ORRIN BERTHIAUME, MEYER BERKSON, L. H. COTTRILL, MAGISTRATE FOR JUVENILE CAUSES EVAN MCC. CROSSLEY, PAUL R. FITEZ, ROBERT G. FOLTZ, JR. EDWARD GALLAHER, JR., JOHN H. GARROTT, RICHARD GRUMBACHER, REV. L. BOYD HAMM, ROBERT L. HEIBERGER, LEONARD S. HUMELSINE, MRS. JANE INGRAM, CIRCUIT JUDGE D. KENNETH McLAUGHLIN, FATHER ROBERT PASSARELLI, HAROLD W. PORTER, W. H. REISNER, JR. RABBI DAVID SCHWARTZ, SAMUEL J. WESTON, DR. RICHARD YOUNG, AND VANCE ZIMMERMANN.

MEMBERS MAY RESIGN OR BE REMOVED, VACANCIES MAY BE FILLED AND ADDITIONAL MEMBERS ELECTED, AS PROVIDED IN THE BY-LAWS WHICH MAY PRESCRIBE DIFFERENT CLASSES OF MEMBERS AND PRESCRIBE THE POWERS AND DUTIES OF EACH CLASS.

SIXTH: A. THE CORPORATION SHALL HAVE THREE DIRECTORS AND MEYER BERKSON, RICHARD GRUMBACHER AND EDWARD GALLAHER, JR. SHALL ACT AS SUCH UNTIL THE FIRST ANNUAL MEETING, OR UNTIL THEIR SUCCESSORS ARE DULY CHOSEN AND QUALIFY. THE NUMBER OF DIRECTORS MAY BE CHANGED FROM TIME TO TIME AT ANY ANNUAL MEETING OF THE MEMBERSHIP PROVIDED THAT THE NUMBER OF DIRECTORS SHALL NEVER BE LESS THAN THREE NOR MORE THAN FIFTEEN.

B. THE BOARD OF DIRECTORS SHALL EXERCISE THE POWERS OF THE CORPORATION BETWEEN MEETINGS OF THE CORPORATION EXCEPT AMENDING THE CONSTITUTION, AND SHALL BE RESPONSIBLE FOR COORDINATING THE WORK OF THE COMMITTEES AND THE VARIOUS PHASES OF THE PROGRAM. THE BOARD OF DIRECTORS SHALL MEET EVERY TWO MONTHS THROUGHOUT THE YEAR.

C. THE BOARD OF DIRECTORS MAY APPOINT AN EXECUTIVE DIRECTOR AND AN EXECUTIVE COMMITTEE CONSISTING OF AT LEAST THREE (3) MEMBERS WITH WHOM THE EXECUTIVE DIRECTOR MAY CONSULT ON MATTERS INVOLVING THE EXERCISE OF DISCRETION OR THE INTERPRETATION OF POLICIES. THIS COMMITTEE SHALL, DURING THE INTERVALS BETWEEN MEETINGS OF THE BOARD OF DIRECTORS, HAVE POWER TO ACT ON BEHALF OF THE BOARD OF DIRECTORS AND THE ASSOCIATION, SUBJECT TO THE APPROVAL OF THE BOARD OF DIRECTORS AT ITS NEXT REGULAR MEETING.

D. THE EXECUTIVE DIRECTOR OF THE CORPORATION SHALL WORK UNDER THE DIRECTION OF THE BOARD OF DIRECTORS AND HAVE GENERAL DIRECTION OF THE PROGRAM. HE SHALL SERVE AS SECRETARY OF THE CORPORATION, OF ITS BOARD OF DIRECTORS, AND OF ITS VARIOUS COMMITTEES THEREOF BUT WITHOUT VOTE THEREIN. ALL OFFICERS WITH THE EXCEPTION OF THE EXECUTIVE DIRECTOR SHALL BE ELECTED FROM THE MEMBERSHIP OF THE CORPORATION, AND ALL SHALL BE ELECTED AT THE ANNUAL MEETING OF THE ORGANIZATION.

SEVENTH: A. THE PRIVILEGES OF MEMBERSHIP SHALL BE EXTENDED TO RESPONSIBLE MEN TWENTY-ONE YEARS OF AGE OR OVER WHO ARE CITIZENS OF THE UNITED STATES OR CANADA OR WHO HAVE LEGALLY DECLARED THEIR INTENTIONS TO BECOME CITIZENS OF THE UNITED STATES OR CANADA.

B. MEN OF ALL FAITHS, RACIAL AND ETHNIC GROUPS MAY BECOME MEMBERS OF THIS CORPORATION ON THE RECOMMENDATION OF THE PERSONNEL COMMITTEE OF THIS CORPORATION, AND A MAJORITY OF THE MEMBERSHIP AT ANY OFFICIAL MEETING OF THE ASSOCIATION.

C. THIS CORPORATION MAY ELECT AS ASSOCIATE MEMBERS WITHOUT VOTE, MEN WHO DESIRE TO MAINTAIN AN OFFICIAL MEMBERSHIP WITHOUT ASSIGNMENT TO ACTIVE SERVICE.

D. VACANCIES IN OFFICIAL POSITIONS OCCURRING DURING INTERIM PERIODS BETWEEN ELECTIONS SHALL BE FILLED

TEMPORARILY BY THE BOARD OF DIRECTORS OF THE CORPORATION UNTIL THE NEXT REGULAR MEETING OF THE CORPORATION, AT WHICH MEETING THE VACANCY SHALL BE FILLED BY ELECTION FOR THE PERIOD OF THE UNEXPIRED TERM.

EIGHTH: A. THIS CORPORATION SHALL HOLD AN ANNUAL MEETING BETWEEN AUGUST 1ST AND SEPTEMBER 30TH OF EACH YEAR FOR THE PURPOSE OF RECEIVING REPORTS, CONDUCTING ELECTIONS OF OFFICERS AND DIRECTORS, PASSING UPON THE REPORTS, AND TRANSACTING SUCH OTHER BUSINESS AS MAY COME PROPERLY BEFORE SUCH A MEETING. IT MAY HOLD SUCH OTHER MEETINGS AS MAY BE NECESSARY FOR THE EFFICIENT CONDUCT OF BUSINESS. ON WRITTEN REQUEST OF ONE-FIFTH OF THE MEMBERSHIP OF THE CORPORATION, THE PRESIDENT SHALL CAUSE A MEETING OF THE CORPORATION TO BE HELD WITHIN THIRTY DAYS AFTER THE PRESENTATION OF SUCH REQUEST.

B. FORMAL NOTICES OF ALL MEETINGS SHALL BE SENT SO AS TO BE RECEIVED AT LEAST ONE WEEK IN ADVANCE OF THE MEETING. ONE-THIRD OF THE DULY ENROLLED MEMBERSHIP SHALL CONSTITUTE A QUORUM. VOTING BY PROXY SHALL NOT BE PERMITTED.

C. CANDIDATES FOR ELECTION AS OFFICERS AND DIRECTORS WILL BE NOMINATED BY A NOMINATING COMMITTEE APPOINTED BY THE PRESIDENT, AND FROM THE FLOOR.

NINTH: THE DIRECTORS SHALL ORGANIZE BY ELECTING A PRESIDENT, ONE OR MORE VICE PRESIDENTS, A SECRETARY, TREASURER AND SHALL APPOINT SUCH OTHER OFFICERS AND COMMITTEES AS A MAJORITY OF THE DIRECTORS MAY DEEM NECESSARY AND PROPER. THE DIRECTORS SHALL HAVE AUTHORITY TO ADOPT FROM TIME TO TIME SUCH BY-LAWS NOT INCONSISTENT WITH THESE ARTICLES OF INCORPORATION AS THEY MAY DEEM PROPER FOR THE PROMOTION OF THE PURPOSES AND OBJECTS FOR WHICH THIS CORPORATION IS FORMED.

TENTH: THE DURATION OF THIS CORPORATION SHALL BE PERPETUAL.

ELEVENTH: THE ARTICLES OF INCORPORATION MAY BE AMENDED BY A MAJORITY VOTE AT A REGULARLY-CALLED MEETING OF THE CORPORATION, PROVIDED THAT A COPY OF THE PROPOSED AMENDMENT OR AMENDMENTS ACCOMPANIES THE CALL FOR THE CORPORATION MEETING AND IS MAILED FIFTEEN (15) DAYS PRIOR TO THE DATE OF THE MEETING, AND PROVIDED FURTHER THAT SUCH PROPOSED AMENDMENT OR AMENDMENTS SHALL HAVE HAD PRIOR THERETO THE CONSIDERATION OF THE BOARD OF DIRECTORS OF THE CORPORATION AT A DULY CALLED MEETING.

IN WITNESS WHEREOF, WE HAVE SIGNED THIS CERTIFICATE OF INCORPORATION ON THE 5th DAY OF November A. D., 1956.

WITNESS:

Sara Hopkins

Meyer Berkson
MEYER BERKSON

Sara Hopkins

Edward J. Gallaher, Jr.
EDWARD J. GALLAHER, JR.

Sara Hopkins

Richard Grumbacher
RICHARD GRUMBACHER

STATE OF MARYLAND, WASHINGTON COUNTY, TO-WIT:

I HEREBY CERTIFY, THAT ON THE 5th DAY OF November A. D., 1956, BEFORE ME, THE SUBSCRIBER, A NOTARY PUBLIC

IN AND FOR THE COUNTY AFORESAID, PERSONALLY APPEARED MEYER BERKSON, EDWARD J. GALLAHER, JR., AND RICHARD GRUMBACHER AND SEVERALLY ACKNOWLEDGED THE AFOREGOING ARTICLES OF INCORPORATION TO BE THEIR ACT.

WITNESS MY HAND AND NOTARIAL SEAL THE DAY AND YEAR LAST ABOVE WRITTEN.



Sara Hopkins
NOTARY PUBLIC

My COMMISSION EXPIRES:
May 6 1957

ARTICLES OF INCORPORATION

OF

BIG BROTHERS OF HAGERSTOWN, MARYLAND,

STATE OF MD. COUNTY WASHINGTON RECEIVED FOR REC'D

MAY 7 8 41 AM '56

LIBER FOLIO 124
LAW OFFICE OF J. CLAYTON SAYSER
CLERK

approved by the State Tax Commission of Maryland received for record November 9, 1956 in conformity with law and ordered recorded.

November 9, 1956 and at 11:13 o'clock A. M. as

A 7006

APPROVAL RECORDED IN MINUTES - CORPORATE LEDGER

Commissioners

Recorded in Liber F-13, folio 316, one of the Charter Records of the State Tax Commission of Maryland.

Capital

Increase of Capital

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.

[Signature]
Secretary



Recorded May 24, 1957 at 8:30 A.M. Liber 7

C. WILLIAM HETZER AND ASSOCIATES, INCORPORATED

ARTICLES OF INCORPORATION

(Under Section 4)

FIRST: We, the Undersigned, C. William Hetzer, whose post office address is Williamsport, Washington County, Maryland, Kathryn S. Hetzer, whose address is Williamsport, Washington County, Maryland, and C. William Hetzer Jr., whose post office address is Williamsport, Washington County, Maryland, each being at least twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation is C. William Hetzer and Associates, Incorporated.

THIRD: The purposes for which the Corporation is formed and the business or objects to be carried on and promoted by it are as follows:

(1) To carry on and engage in the business of architecture and design of every form and kind whatsoever, and in connection therewith, and otherwise, to render architectural, designing, engineering and consulting services of every kind and description and for any and all purposes, including the supplying of advice and opinion in all phases of construction work wherever located and of whatever kind.

(2) To acquire the good-will, rights and property and to undertake the whole or any part of the assets or liabilities of any person, firm, business, association or corporation; to pay for the same in cash, the stock of this corporation, bonds, or otherwise; to hold or in any manner to dispose of the whole or any part of the property so purchased; to conduct in any lawful manner the whole or any part of any business so acquired, to exercise all the powers necessary or convenient in and about the conduct and management of such business.

(3) To apply for, purchase or in any manner to acquire and to hold or use or operate or sell or in any manner dispose of and to grant license or other rights

in respect of and in any manner deal with any and all rights, inventions, improvements and processes used in connection with or secured under licenses, patent or copyrights of the U.S. or other countries, or otherwise, and to work, operate or develop the same and to carry on business, manufacturing, or otherwise which may be deemed to directly or indirectly effectuate these objects or any of them.

(4) To manufacture or to purchase or acquire in any lawful manner, and to hold, own, mortgage, pledge, sell, rent, transfer or in any manner dispose of and to deal and trade in goods, wares, merchandise and property of any and every class and description and in any part of the world.

(5) To guarantee, purchase, hold, sell, assign, transfer, mortgage, pledge, or otherwise dispose of the shares of the capital stock of or any bonds, securities, or other evidences of indebtedness issued or created by any other corporation or corporations of this state or any other state, country, nation or government, and while owner of said stock, to exercise all of the rights, powers, and privileges of ownership, including the right to vote thereon to the same extent as natural persons might or could do.

(6) To enter into, make or perform contracts of every kind and with any persons, firm, association or corporation, municipal body politic, county, territory, state, national government, or colony or dependency thereof, and without limits as to amount, to draw, make, accept, endorse, discount its own paper, execute and issue promises, any notes, drafts, bills of exchange, warrants, bonds, mortgages, debentures, and other negotiable or transferable instruments and evidences of indebtedness, whether secured by mortgage or otherwise, as well as to secure the same by mortgage or otherwise, so far as may be permitted by the laws of the state of Maryland.

(7) In general to carry on any lawful business and to have and exercise all powers conferred by the General Laws of the State of Maryland upon corporations formed thereunder and to exercise and enjoy all powers, rights and privileges granted to or conferred upon corporations

of this character by said General Laws now or hereafter in force; the enumeration of certain powers as herein specified not being intended to exclude any such other powers, rights and privileges.

FOURTH: The post office address of the principal office of the Corporation in this State is Merion Street, Hagerstown, Maryland. The name and post office address of the resident agent of the Corporation in this state are C. William Hetzer, Williamsport, Washington County, Maryland, who is a citizen of Maryland and actually resides therein.

FIFTH: The total amount of authorized capital stock of the Corporation is One Hundred Thousand (\$100,000.00) Dollars per value divided into Ten Thousand (10,000) shares of the par value of Ten (\$10.00) Dollars per share.

SIXTH: The number of directors of the Corporation shall be three (3) which number may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than three; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are C. William Hetzer, Kathryn S. Hetzer and C. William Hetzer Jr.

SEVENTH: The duration of this Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on September 19, 1956.

1. C. William Hetzer
C. William Hetzer
2. Kathryn S. Hetzer
Kathryn S. Hetzer
3. C. William Hetzer Jr.
C. William Hetzer Jr.

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I Hereby Certify, that on this 19th day of September A.D. 1956, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared C. William Hetzer, Kathryn S. Hetzer and C. William Hetzer Jr. and severally acknowledged the foregoing Articles of Incorporation to be their act.

Witness my hand and seal the day and year last above

written.

Lucille A. Kitcher
Notary Public

My Commission expires:

May 6, 1957

See letter by similar
corporation authorizing
use of name

Rec. 14-17-56

C. William Hetzer, Inc.



ARTICLES OF INCORPORATION
OF

C. WILLIAM HETZER AND ASSOCIATES, INCORPORATED

STATE OF MD.
WASHINGTON COUN
RECEIVED FOR REC
MAY 11 9 30 AM
Incorporation

approved by the State Tax Commission of Maryland
received for record December 18, 1956
in conformity with law and ordered recorded.

December 18, 1956 and
at 9:00 o'clock A. M. as

A 7371

APPROVAL RECORDED IN
MINUTES - CORPORATE LEDGER

Commissioners

Recorded in Liber *F-17*, folio *264*, one of the Charter Records of the State Tax
Commission of Maryland.

Capital

Increase of Capital

Bonus tax paid \$ *20.00* Recording fee paid \$ *10.00*

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.



Robert W. Ware
Secretary

Recorded May 24, 1957 at 8:30 A.M. Liber 7

ARTICLES OF REVIVAL
OF
THE PROSPECT REALTY COMPANY

THIS IS TO CERTIFY:

FIRST: That the Charter of THE PROSPECT REALTY COMPANY, a Maryland corporation, (hereinafter called the Corporation), was forfeited on November 5, 1953 for the non-payment of taxes and these Articles of Revival are for the purpose of reviving its charter.

SECOND: That the undersigned Fred C. Wright, Jr. was the last acting President, and the undersigned Clarence S. Gardner, Jr. was the last acting Secretary of the Corporation.

THIRD: The name of the Corporation at the time of the forfeiture of its charter was THE PROSPECT REALTY COMPANY.

FOURTH: The name by which the Corporation will hereafter be known is
THE PROSPECT REALTY COMPANY

FIFTH: The post-office address of the place at which the principal office of the Corporation in this State will be located is 49 Summit Avenue, Hagerstown, Maryland, which is the city in which its principal office was located at the time of the forfeiture of its charter. The resident agent of the Corporation is Fred C. Wright, Jr., a citizen of the State of Maryland actually residing therein, the post office address of whom is 49 Summit Avenue, Hagerstown, Maryland.

SIXTH: That all annual reports which should have been filed by the Corporation with the State Tax Commission if its charter had not been forfeited have been filed.

SEVENTH: That all State and Local taxes (other than taxes on real estate) and interest and penalties due by the Corporation, irrespective of any period of limitation prescribed by law affecting the collection of any part of such taxes, and an amount equal to all State and local taxes (other than tax on real estate) and interest and penalties, which, irrespective of any period of limitation prescribed by law affecting the collection of any part of such taxes, would have been payable by the Corporation if its charter had not been forfeited, have been paid.

IN WITNESS WHEREOF, Fred C. Wright, Jr., the last acting President and Clarence S. Gardner, Jr., the last acting Secretary of The Prospect Realty Company have signed these Articles of Revival this 28 day of December, 1956.

Fred C. Wright, Jr.

Fred C. Wright, Jr., President

Clarence S. Gardner, Jr.

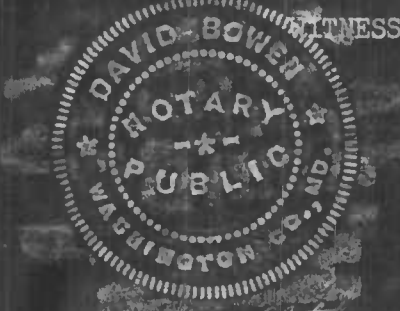
Clarence S. Gardner, Jr., Secretary

STATE OF MARYLAND :
 : To-wit
COUNTY OF WASHINGTON :

I HEREBY CERTIFY, That on this 28th day of December, 1956, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Washington, personally appeared Fred C. Wright, Jr., the last acting President of The Prospect Realty Company a Maryland corporation, and made oath in due form of law that the matters and facts set forth in the foregoing Articles of Revival are true to the best of his knowledge, information and belief.

And at the same time personally appeared Clarence S. Gardner, Jr. the last acting Secretary of said corporation, and made oath in due form of law that the matters and facts set forth in said Articles of Revival are true to the best of his knowledge, information and belief.

WITNESS my hand and Notarial Seal, the day and year last above written.



David Bowen

Notary Public

My Commission Expires: May 6, 1957

*Notified of Int. Penalty
to Columbia.*

ARTICLES OF REVIVAL
OF
THE PROSPECT REALTY COMPANY

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

MAY 24 8 30 AM '57

LIBRARY
10010
C. MERLIN SWYDER
CLERK

approved by the State Tax Commission of Maryland December 31, 1956 and
received for record December 31, 1956 at 9:00 o'clock A. M. as
in conformity with law and ordered recorded.

A 7542

APPROVAL RECORDED IN
MINUTES - CORPORATE LEDGER
Commissioners

Recorded in Liber *F-19*, folio *136*, one of the Charter Records of the State Tax
Commission of Maryland.

Capital

Increase of Capital

Special Fee

Bonus tax paid \$ 25.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.

[Signature]
Secretary

Recorded May 24, 1957 at 8:30 A.M. Liber 7

FAIRCHILD ENGINE AND AIRPLANE CORPORATION

STOCK ISSUANCE STATEMENT

THIS IS TO CERTIFY:

FIRST: That the Board of Directors of FAIRCHILD ENGINE AND AIRPLANE CORPORATION, a Maryland corporation having its principal office at Hagerstown, Maryland (hereinafter called the Corporation), at a meeting duly convened and held on November 7, 1956, by resolution:

(a) duly authorized the issuance of not to exceed Six Thousand Five Hundred (6,500) fully paid and non-assessable shares of the par value of One Dollar (\$1.00) each of the Common Stock of the Corporation for the following consideration:

In exchange for all of the issued and outstanding voting and non-voting Common Stock of Jonco Aircraft Corporation, a Delaware corporation, and in exchange for the release by certain creditors of said Jonco Aircraft Corporation of their claims against said Jonco Aircraft Corporation.

(b) stated that, in its opinion, the actual value of said consideration is not less than Six Thousand Five Hundred Dollars (\$6,500.00).

SECOND: That at the time of the authorization of the issuance of such stock as aforesaid, the Board of Directors were empowered so to do by the charter of the Corporation, as amended.

IN WITNESS WHEREOF, FAIRCHILD ENGINE AND AIRPLANE CORPORATION has caused these presents to be signed in its name and on its behalf by its Executive Vice President and its corporate seal to be hereto affixed and attested by its Secretary, on December 12, 1956.

FAIRCHILD ENGINE AND AIRPLANE CORPORATION

By


A. F. Flood
Executive Vice President

Attest:



Paul S. Cleveland

STATE OF MARYLAND)

)ss:

COUNTY OF WASHINGTON)

I HEREBY CERTIFY, that on this *12th* day of December, 1956, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Washington, personally appeared A. F. Flood, Executive Vice President of FAIRCHILD ENGINE AND AIRPLANE CORPORATION, a Maryland corporation, and in the name and on behalf of said corporation acknowledged the foregoing statement to be the corporate act of said corporation; and at the same time personally appeared Paul S. Cleaveland and made oath in due form of law that he was Secretary of the meeting of the Board of Directors of the Corporation at which the issuance of the stock therein mentioned was authorized, and that the matters and facts set forth in said statement are true to the best of his knowledge, information and belief.

WITNESS my hand and notarial seal the day and year last above written.



Margaret A. Shaw
 Margaret A. Shaw
 Notary Public

My Commission Expires: May 6, 1957.

136

STOCK ISSUANCE STATEMENT
 OF
 FAIRCHILD ENGINE AND AIRPLANE CORPORATION

STATE OF MD.
 WASHINGTON COUNTY
 RECEIVED FOR RECORD

MAY 24 8 30 AM '57

G. MERLIN SWYDER
 CLERK

approved by the State Tax Commission of Maryland December 13, 1956 and
 received for record December 13, 1956 at 11:35 o'clock P. M. as
 in conformity with law and ordered recorded.

A 7331

APPROVAL RECORDED IN
 MINUTES - CORPORATE LEDGER

Commissioners

Recorded in Liber F-17, folio 21, one of the Charter Records of the State Tax Commission of Maryland.

Capital

Increase of Capital

Bonus tax paid \$ Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.



Robert W. Daniel
Secretary

Recorded May 24, 1957 at 8:30 A.M. Liber 7
FRIDINGER CO., INC.

ARTICLES OF INCORPORATION

FIRST: WE, THE UNDERSIGNED, Robert M. Fridinger, whose post office address is 21 North Mulberry Street, Hagerstown, Maryland, Harry T. Fridinger, whose post office address is 21 North Mulberry Street, Hagerstown, Maryland, and Raymond A. Ritchie, Jr., whose post office address is 21 North Mulberry Street, Hagerstown, Maryland, each being at least twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the "Corporation") is FRIDINGER CO., INC.

THIRD: The purposes for which the Corporation is formed are as follows:

Del. Jan. 24, 1966 DAVID BYRON, ATTY

To install and repair heating plants, gas fittings and apparatus in buildings, and to do a general plumbing business.

To engage in the buying and selling and manufacturing of plumbing and heating supplies of every kind, nature, and description, both domestic and industrial, and in the buying and selling of all business supplies and equipment of any kind, nature or description whatsoever.

To manufacture, improve, purchase, sell and generally deal in plumbers' and heaters' supplies, fixtures, tools, appliances, sanitary fixtures and any and every kind of wares, articles and merchandise which are or may be used by plumbers, and to carry on the business of manufacturers, wholesalers and retailers in plumbing fixtures and supplies, and any and all kinds of wares and merchandise.

To engage in the business of selling commercial and residential air-conditioning and heating devices, equipment and machinery, to buy, sell and deal in, manufacture and fabricate sheet metal and all kindred products.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance and not in limitation of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitation relative to corporations which are contained in the General Laws of this State.

FOURTH: The post office address of the principal office of the Corporation in this State is 21 North Mulberry Street, Hagerstown, Maryland. The name and post office address of the resident agent of the Corporation in this State are Robert M. Fridinger, 21 North Mulberry Street, Hagerstown, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides herein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is Three Thousand (3,000) shares of the par value of One Hundred (\$100.00) Dollars a share, all of one class and having an aggregate par value of Three Hundred Thousand (\$300,000.00) Dollars.

SIXTH: The numbers of Directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than three; and the names of the Directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are: Robert M. Fridinger, Harry T. Fridinger and Raymond A. Ritchie, Jr. 139

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

(1) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF we have signed these Articles of Incorporation on December 20th, A.D., 1956.

Robert M. Fridinger (SEAL)
Robert M. Fridinger

Harry T. Fridinger (SEAL)
Harry T. Fridinger

Raymond A. Ritchie, Jr. (SEAL)
Raymond A. Ritchie, Jr.

WITNESS AS TO ALL:

Martha A. Crilley
Martha A. Crilley

STATE OF MARYLAND, WASHINGTON COUNTY, TO-WIT:

THIS IS TO CERTIFY, This 20th day of December, A.D., 1956, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Robert M. Fridinger, Harry T. Fridinger and Raymond A. Ritchie, Jr. and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Notarial Seal the day and date last above written.

Martha A. Crilley
Martha A. Crilley
Notary Public
My Commission Expires:
May 6, 1957.



ARTICLES OF INCORPORATION
OF
FRIDINGER CO., INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
MAY 24 8 30 AM '57
LIBER 14413
G. MERLIN SWYDER
CLERK

approved by the State Tax Commission of Maryland December 26, 1956 and
received for record December 26, 1956 at 9:00 o'clock A.M. as
in conformity with law and ordered recorded.

A 7453

APPROVAL RECORDED IN
MINUTES - CORPORATE LEASER
Commissioners

Recorded in Liber F-18, folio 131, one of the Charter Records of the State Tax
Commission of Maryland.

Capital

Increase of Capital

Bonus tax paid \$ 60.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.



[Signature]
Secretary

Recorded May 24, 1957 at 8:30 A.M. Liber 7
ARTICLES OF INCORPORATION
OF
BIG RIDGE GUN CLUB, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Frank M. Summers, whose post office address is Boonsboro, Maryland, James J. Lacy, whose post office address is Maugansville, Maryland, and Harry E. Brining, whose post office address is 766 Northern Avenue, Hagerstown, Maryland, all being at least twenty-one years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

SECOND: That the name of the corporation (which is hereinafter called the "Corporation") is BIG RIDGE GUN CLUB, INC.

THIRD: The purposes for which the Corporation is formed are as follows:

(a) To organize and operate an association exclusively for educational and recreational purposes, no part of the net earnings of which is to inure to the benefit of any member, shareholder or other individual.

For the general purposes aforesaid, and limited to those purposes, the Corporation shall have the following powers and purposes:

(a) To promote interest in hunting, trap shooting, skeet shooting, rifle shooting, pistol shooting, fishing, bait casting, boating, and other lawful sports, to aid in the protection of fish, birds, and game, and to promote and provide social and athletic recreation for its members; to give and promote entertainments, lectures, social affairs, celebrations, exhibitions, games, amusements of any and all descriptions for the general enjoyment and instruction of the members; to provide shooting matches among its own members and members of other similarly constituted organizations for the benefit, enjoyment, instruction, and well-being of its members; to establish and own shooting galleries and the necessary equipment for them; to purchase or lease, and to maintain and operate buildings, club houses, or other structures as incidental to the above purposes, and to sell, lease, mortgage,

or otherwise dispose of the same.

FOURTH: The post office address of the principal office of the Corporation in this State is 766 Northern Avenue, Hagerstown, Maryland. The resident agent of the Corporation is Harry E. Brining, whose post office address is 766 Northern Avenue, Hagerstown, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation is not authorized to issue any capital stock. The following shall be the first members of the Corporation: Frank M. Summers, James J. Lacy and Harry E. Brining. Members may resign or be removed, vacancies may be filled and additional members elected, as provided in the By-Laws, which may prescribe different classes of members and prescribe the powers and duties of each class.

SIXTH: The number of Directors of the Corporation shall be three (3) which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than three (3); and the names of the Directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are: Frank M. Summers, James J. Lacy and Harry E. Brining.

SEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on December 12th, 1956.

Frank M. Summers
Frank M. Summers

James J. Lacy
James J. Lacy

Harry E. Brining
Harry E. Brining

WITNESS AS TO ALL:

Martha A. Crilley
Martha A. Crilley

STATE OF MARYLAND, WASHINGTON COUNTY, TO-WIT:

I HEREBY CERTIFY, This 12th day of December, A.D., 1956, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Frank M. Summers, James J. Lacy and Harry E. Brining and severally acknowledged the foregoing Articles of Incorporation to be their respective act.

WITNESS my hand and Notarial Seal the day and date last 143
above written.

Martha A. Crilly
Martha A. Crilly
Notary Public
My Commission Expires:
May 6, 1957



ARTICLES OF INCORPORATION
OF
BIG RIDGE GUN CLUB, INC.

STATE OF MD.
WASHINGTON COU
RECEIVED FOR RE
MAY 24 8 30 P
LIBRY
C. MCELIN SWOBER
CIE

approved by the State Tax Commission of Maryland
received for record December 31, 1956
in conformity with law and ordered recorded.

December 31, 1956 and
at 9:00 o'clock A.M. as

A 7510

APPROVAL RECORDED IN
MINUTES - CORPORATE LEDGER
Commissioners

Recorded in Liber *F-18*, folio *514*, one of the Charter Records of the State Tax
Commission of Maryland.

Capital

Increase of Capital

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.



Robert W. ...
Secretary

Recorded May 24, 1957 at 8:30 A.M. Liber 7
ARTICLES OF INCORPORATION
of

FIRST BAPTIST CHURCH OF WEVERTON

THIS IS TO CERTIFY:-

A. At a meeting of the members of the FIRST BAPTIST CHURCH OF WEVERTON, of Washington County, Maryland, duly called and at which a quorum was present, held on Nov. 28, 1956, a resolution was adopted to incorporate the Church and to elect certain persons to act as trustees in the name and on behalf of said congregation and to manage the estate, property, interest and inheritance of the same, which Trustees should become, under and pursuant to the provisions of the Annotated Code of Maryland, a body corporate.

B. At said meeting the members elected the following persons to act, with the Minister of said Congregation serving by virtue of his office, as Trustees, namely:-

Herman A. Snoots (Chairman)
William Remsberg
Robert Pearson
James E. Proctor
Frank Snoots

C. At said meeting the members determined upon the following plan, agreement or regulations to wit:-

1. The name of the congregation and of the corporation shall be "FIRST BAPTIST CHURCH OF WEVERTON".

2. Said body corporate shall adopt a seal, which shall be in circular form and have the following inscription on the circumference "FIRST BAPTIST CHURCH OF WEVERTON-MARYLAND" and "INCORPORATED-1956" in the center of the circle.

-2-

3. The object of the church shall be religious worship in the Christian religion after the form, regulations and doctrines of Baptist churches affiliated with the Maryland Baptist Union Association.

4. The location of the corporation and place of worship and business of the same shall be in Washington County, State of Maryland.

5. There shall be an annual business meeting of members of the congregation during the month of September of each year, of which notice shall be given to the members in accordance with the By-laws of said corporation.

6. At the annual business meeting of the congregation there shall be

elected by the members not less than four nor more than sixteen members of the congregation above the age of twenty-one years to act, with the minister, as Trustees of the corporation for the ensuing year and until their successors are duly elected and qualify. The number of Trustees may be increased or decreased from time to time within the limits prescribed above, in accordance with the By-laws.

7. The corporation shall have, and the Trustees may exercise, all the powers granted to religious corporations by the laws of Maryland, including the powers provided in Article 23 of the Annotated Code of Maryland (1951 Edition), as amended from time to time.

8. The members of the congregation may from time to time adopt, amend and repeal by-laws for the regulation and management of the affairs of the corporation.

IN WITNESS THEREOF, as Trustees of the corporation, we have signed these Articles of Incorporation on this 10th day of December 1956.

WITNESS:

Rev. Walter D. Agnor
Rev. Walter D. Agnor

Herman A. Snoots (SEAL)
Herman A. Snoots

William Remsberg (SEAL)
William Remsberg

Robert E. Pearson (SEAL)
Robert E. Pearson

James E. Proctor (SEAL)
James E. Proctor

Frank A. Snoots (SEAL)
Frank A. Snoots

_____ (SEAL)

_____ (SEAL)

_____ (SEAL)

STATE OF MARYLAND, WASHINGTON COUNTY, to wit:-

I HEREBY CERTIFY, that on Dec: 10, 1956, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County aforesaid,

personally appeared:
Herman A Snoots
William Remsberg
Robert E Pearson

James E Proctor
Frank A Snoots

and severally

acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Notarial seal, the day and year last above written.

Howard William Grams
Notary Public
Howard William Grams



ARTICLES OF INCORPORATION
OF
FIRST BAPTIST CHURCH OF WEVERTON

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

MAY 24 8 30 AM '57

LIBER FOLD
G. MERLIN SNYDER
CLERK

approved by the State Tax Commission of Maryland December 19, 1956 and
received for record December 19, 1956 at 9:00 o'clock A. M. as
in conformity with law and ordered recorded.

A 7379

APPROVAL RECORDED IN
MINUTES - CORPORATE LEDGER

Commissioners

Recorded in Liber F-17, folio 302, one of the Charter Records of the State Tax
Commission of Maryland.

Capital

Increase of Capital

Bonus tax paid \$..... Recording fee paid \$ 10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.

[Handwritten Signature]

Secretary



THE MONTICELLO HOTELS COMPANY
ARTICLES OF DISSOLUTION

THE MONTICELLO HOTELS COMPANY, A MARYLAND CORPORATION HAVING ITS PRINCIPAL OFFICE IN WASHINGTON COUNTY, MARYLAND, (HEREINAFTER CALLED THE CORPORATION), HEREBY CERTIFIES TO THE STATE TAX COMMISSION OF MARYLAND, THAT:

FIRST: THE CORPORATION IS HEREBY DISSOLVED.

SECOND: THE NAME OF THE CORPORATION IS AS HEREINABOVE SET FORTH, AND THE POST OFFICE ADDRESS OF THE PRINCIPAL OFFICE OF THE CORPORATION IN THE STATE OF MARYLAND IS 57 SOUTH POTOMAC STREET, HAGERSTOWN, MARYLAND.

THIRD: THE NAME AND POST OFFICE ADDRESS OF THE RESIDENT AGENT OF THE CORPORATION IN THE STATE OF MARYLAND, SERVICE OF PROCESS UPON WHOM SHALL BIND THE CORPORATION IN ANY ACTION, SUIT OR PROCEEDING PENDING OR HEREAFTER INSTITUTED OR FILED AGAINST THE CORPORATION FOR ONE YEAR AFTER DISSOLUTION AND THEREAFTER UNTIL THE AFFAIRS OF THE CORPORATION ARE WOUND UP, IS ROY J. GARLETT, 57 SOUTH POTOMAC STREET, HAGERSTOWN, MARYLAND. SAID RESIDENT AGENT IS AN INDIVIDUAL ACTUALLY RESIDING IN THIS STATE.

FOURTH: THE NAME AND POST OFFICE ADDRESS OF EACH DIRECTOR OF THE CORPORATION IS AS FOLLOWS:

<u>NAME</u>	<u>HAGERSTOWN Post Office Address</u>
ROY J. GARLETT	57 SOUTH POTOMAC STREET
LLOYD MARCUS	136 IRVIN CIRCLE
HERBERT CORNISH	57 SOUTH POTOMAC STREET

FIFTH: THE NAME, TITLE AND POST OFFICE ADDRESS OF EACH OFFICER OF THE CORPORATION IS AS FOLLOWS:

<u>NAME</u>	<u>TITLE</u>	<u>Post Office Address</u>
ROY J. GARLETT	PRESIDENT	57 S. POTOMAC ST. HAGERSTOWN, MD.
HERBERT CORNISH	VICE-PRESIDENT	57 S. POTOMAC ST. HAGERSTOWN, MD.
LLOYD MARCUS	SECRETARY	136 IRVIN CIRCLE HAGERSTOWN, MD.
HERBERT CORNISH	TREASURER	57 S. POTOMAC ST. HAGERSTOWN, MD.

SIXTH: BY UNANIMOUS VOTE THE ENTIRE BOARD OF DIRECTORS, AT A MEETING OF THE BOARD OF DIRECTORS OF THE CORPORATION DULY CONVENED AND HELD ON NOVEMBER 15, 1956, ADOPTED A RESOLUTION DECLARING THAT DISSOLUTION OF THE CORPORATION IS ADVISABLE AND DIRECTING THAT THE PROPOSED DISSOLUTION BE SUBMITTED FOR ACTION THEREON AT A SPECIAL MEETING OF THE STOCKHOLDERS OF THE CORPORATION TO BE HELD ON DECEMBER 1, 1956.

SEVENTH: PURSUANT TO THE PROVISIONS OF ARTICLE 23, SECTION 43 OF THE ANNOTATED CODE OF MARYLAND A CONSENT IN WRITING TO THE DISSOLUTION OF THE CORPORATION WAS SIGNED BY ALL THE STOCKHOLDERS OF THE CORPORATION ON DECEMBER 1, 1956. SUCH CONSENT IS FILED WITH THE RECORDS OF THE CORPORATION AND THE DISSOLUTION OF THE CORPORATION

HAS BEEN DULY ADVISED BY THE BOARD OF DIRECTORS AND AUTHORIZED BY THE STOCKHOLDERS OF THE CORPORATION IN THE MANNER AND BY THE VOTE REQUIRED BY ARTICLE 23 OF THE ANNOTATED CODE OF MARYLAND.

EIGHTH: THE CORPORATION HAS NO ASSETS IN ITS NAME AND NO KNOWN CREDITORS.

NINTH: THESE ARTICLES OF DISSOLUTION ARE ACCOMPANIED BY CERTIFICATES OF THE COMPTROLLER OF THE TREASURY OF THE STATE OF MARYLAND AND OF THE FOLLOWING COLLECTORS OF TAXES (BEING ALL COLLECTORS OF TAXES IN THE LIST THEREOF SUPPLIED TO THE CORPORATION BY THE STATE TAX COMMISSION OF MARYLAND) STATING IN EFFECT THAT ALL TAXES LEVIED ON ASSESSMENTS MADE BY THE SAID COMMISSION AND BILLED BY AND PAYABLE TO SUCH COLLECTING AUTHORITIES BY THE CORPORATION HAVE BEEN PAID, EXCEPT TAXES BARRED BY SECTION 160 OF ARTICLE 81 OR OTHERWISE, INCLUDING TAXES BILLED FOR THE YEAR IN WHICH THE DISSOLUTION OF THE CORPORATION IS TO BE EFFECTED, NAMELY:
NONE

IN WITNESS WHEREOF, THE MONTICELLO HOTELS COMPANY HAS CAUSED THESE PRESENTS TO BE SIGNED IN ITS NAME AND ON ITS BEHALF BY ITS PRESIDENT AND ITS CORPORATE SEAL TO BE HEREUNTO AFFIXED AND ATTESTED BY ITS SECRETARY ON
December 21, 1956.

CORPORATE SEAL: THE MONTICELLO HOTELS COMPANY

By *Roy J. Garlett*
ROY J. GARLETT, PRESIDENT

ATTEST:
Lloyd Marcus
LLOYD MARCUS, SECRETARY



STATE OF MARYLAND, WASHINGTON COUNTY, TO-WIT:

I HEREBY CERTIFY, THAT ON *December 21, 1956* BEFORE ME, THE SUBSCRIBER, A NOTARY PUBLIC OF THE STATE OF MARYLAND IN AND FOR THE COUNTY OF WASHINGTON, PERSONALLY APPEARED ROY J. GARLETT, PRESIDENT OF MONTICELLO HOTELS COMPANY, A MARYLAND CORPORATION, AND IN THE NAME AND ON BEHALF OF SAID CORPORATION ACKNOWLEDGED THE FOREGOING ARTICLES OF DISSOLUTION TO BE THE CORPORATE ACT OF SAID CORPORATION; AND AT THE SAME TIME PERSONALLY APPEARED LLOYD MARCUS AND MADE OATH IN DUE FORM OF LAW THAT HE WAS SECRETARY OF THE MEETING OF THE BOARD OF DIRECTORS OF SAID CORPORATION AT WHICH THE DISSOLUTION OF THE CORPORATION THEREIN SET FORTH WAS AUTHORIZED, AND THAT THE MATTERS AND FACTS SET FORTH IN SAID ARTICLES OF DISSOLUTION ARE TRUE TO THE BEST OF HIS KNOWLEDGE, INFORMATION AND BELIEF.

WITNESS MY HAND AND NOTARIAL SEAL THE DAY AND YEAR LAST ABOVE WRITTEN.

Sara Hopkins
SARA HOPKINS, NOTARY PUBLIC

MY COMMISSION EXPIRES:

May 6, 1957





STATE OF MARYLAND
STATE TAX COMMISSION
 31 LIGHT STREET
 BALTIMORE-2

COMMISSIONERS
 JOSEPH ALLEN
 CHAIRMAN
 OWEN E. HITCHINS
 JOHN WOOD LOGAN
 ALBERT W. WARD
 SECRETARY

THIS IS TO CERTIFY that according to the records of the
 State Tax Commission, assessments of personal property taxable to

THE MONTICELLO HOTELS COMPANY

a Maryland corporation, have been certified to the following counties
 and cities for the collection of taxes thereon, which taxes are not
 barred by Section 210 of Article 81 or otherwise:

NONE

This certificate is made pursuant to Chapter 135 of the
 Acts of 1951.

WITNESS my hand and the Seal of the State Tax Commission
 of Maryland, at Baltimore, this 20th day of December, 1956.



Charles A. Bartgis
 Charles A. Bartgis
 Acting Secretary

149

Hugh K. Troxell
 Treasurer
 of
 Washington County, Maryland
 Hagerstown, Maryland

Re: Dissolution of The Monticello Hotels Company

THIS IS TO CERTIFY, That the books and records
 of the County Treasurer for Washington County show that

no taxes have been levied on assessments made by the Maryland State Tax Commission and billed by and payable to the County Treasurer for Washington County by

THE MONTICELLO HOTELS COMPANY

up to and including the year 1956.

WITNESS the hand and seal of Hugh Troxell, County Treasurer for Washington County, this 22nd day of December, A.D., 1956.

Hugh K. Troxell (SEAL)
Hugh Troxell
Treasurer for Washington County



Office of Comptroller
Treasury Department
Annapolis, Maryland

J. Millard Tawes
Comptroller
Joseph O.C. McCusker
Chief Deputy

THIS IS TO CERTIFY, That the books of the State Comptroller's Office show that all taxes and charges due the State of Maryland, payable through the said office as of the date hereof by

THE MONTICELLO HOTELS COMPANY

have been paid.

WITNESS my hand and official seal this Twenty-eighth day of December A. D. 1956.

J. Millard Tawes
Comptroller



ARTICLES OF DISSOLUTION
OF
THE MONTICELLO HOTELS COMPANY

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

MAY 24 8 30 AM '57

[Signature]
C. MERLIN SANDER
CLERK

approved by the State Tax Commission of Maryland December 31, 1956 and
received for record December 31, 1956 at 11:29 o'clock A.M. as
in conformity with law and ordered recorded.

A 7524

APPROVAL RECORDED IN
MINUTES - CORPORATE LEDGER

Commissioners

Recorded in Liber *F-19*, folio *25*, one of the Charter Records of the State Tax
Commission of Maryland.

Capital

Increase of Capital

Special
Fee

~~None~~ paid \$ 10.00 Recording fee paid \$ 12.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.

[Signature]
Secretary

THE STATE TAX COMMISSION OF MARYLAND

hereby gives notice that ARTICLES OF DISSOLUTION of the
THE MONTICELLO HOTELS COMPANY

were received for record on December 31, 1956, 19____,
in accordance with the provisions of Sec. 72 of Art. 23 of the
Code (1951 Edition).

~~OWEN E. HITCHINS~~

~~JOHN WOOD LOGAN~~

Commissioners.

Recorded June 29, 1957 at 10:49 A.M. Liber 73

CORDERMAN & COTTRILL, INCORPORATED
ARTICLES OF AMENDMENT

Corderman & Cottrill, Incorporated, a Corporation duly incorporated under the laws of the State of Maryland and having its principal offices in Hagerstown, Washington County, Maryland, (hereinafter called Corporation) hereby certifies to the State Tax Commission of Maryland, that:

First: The Charter of the Corporation is hereby amended by striking out the second paragraph of said Certificate of Incorporation, wherein is stated the name of said Corporation, and inserting in lieu thereof the following:

"Second: That the name of the Corporation (which is hereinafter called the Corporation), is

JOHN CORDERMAN, INC."

Second: That the Board of Directors of said Corporation, at a meeting duly convened and held on the 26th day of November, A.D., 1956, adopted a Resolution in which was set forth the foregoing Amendment to the Charter, declaring that the said Amendment of the Charter was advisable and directing that it be submitted for action thereon at a special meeting of the Stockholders of the Corporation to be held in accordance with the notice to be given thereof.

Third: That more than ten (10) days written or printed notice stating the place, day and hour of such meeting and the business proposed to be transacted thereat was given to each Stockholder of the Corporation by leaving the same with him or her or at his or her residence or place of business or by mailing postage prepaid.

Fourth: That pursuant to said written or printed notice, a meeting of the Stockholders of the Corporation was held at the principal offices of the Corporation at 36 North Potomac Street, Hagerstown, Washington County, Maryland, at 1:00 p.m. on the 6th day of December, A.D., 1956, and the Amendment of the Charter

of the Corporation as hereinabove set forth was approved by said Stockholders at said meeting by the affirmative vote of more than two-thirds of the Issued and outstanding Stock of said Corporation entitled to vote thereat.

Fifth: That the Amendment of the Charter of the Corporation as hereinabove set forth has been duly advised by the Board of Directors of said Corporation and approved by more than a two-thirds vote of the Issued and outstanding Stock thereof.

IN WITNESS WHEREOF, Said Corporation has caused these Articles of Amendment to be duly signed by its President and has caused the same to be verified under oath by the Chairman or Secretary of the aforesaid meeting of the Stockholders of said Corporation.



Attest:

CORDERMAN & COTTRILL, INCORPORATED

Gertrude P. Corderman
Secretary

By John E. Corderman
President

STATE OF MARYLAND, WASHINGTON COUNTY, To-Wit:-

I HEREBY CERTIFY that on December 21st, 1956, before me, the subscriber, a notary public of the State of Maryland in and for the County of Washington, personally appeared John E. Corderman, President of THE CORDERMAN-COTTRILL, INCORPORATED, a Maryland corporation, and in the name and on behalf of said corporation acknowledged the foregoing Articles of Amendment to be the corporate act of said corporation; and at the same time personally appeared Gertrude P. Corderman and made oath in due form of law that she was secretary of the meeting of the stockholders of said corporation at which the amendment of the charter of the corporation therein set forth was approved, and that the matters and facts set forth in said Articles of Amendment are true to the best of his knowledge, information and belief.



WITNESS my hand and notarial seal, the day and year last above written.

My Commission Expires
May 6, 1957

Susanna B. Gary
Notary Public

ARTICLES OF AMENDMENT
OF
CORDEMAN & COTTRILL, INCORPORATED
changing its name to
JOHN CORDEMAN, INC.

STATE OF WASHINGTON
RECEIVED
JULY 29 1957
CLERK OF SUPERIOR COURT
WASHINGTON

approved by the State Tax Commission of Maryland January 7, 1957 and
received for record January 7, 1957 at 9:00 o'clock A. M. as
in conformity with law and ordered recorded.

A 7613

APPROVAL RECORDED IN
MINUTES...CORPORATE LEDGER
Commissioners

Recorded in Liber *F-24*, folio *5*, one of the Charter Records of the State Tax
Commission of Maryland.

Capital

Increase of Capital

Bonus tax paid \$..... Recording fee paid \$ *10.00*.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.

James W. Ward
Secretary

✓
B-9 100 532

Recorded June 29, 1957 at 10:49 A.M. Liber 7
THE DARBY COMPANY, INCORPORATED

ARTICLES OF REDUCTION

THE DARBY COMPANY, INCORPORATED, a Maryland corporation having its principal office in Washington County, Maryland (hereinafter called the corporation,) hereby certifies to the State Tax Commission of Maryland, that:

FIRST: The stated capital of the corporation is hereby reduced from thirty-four thousand dollars (\$ 34,000.00) to five thousand dollars (\$ 5,000.00) .

SECOND: (a) The amount of stated capital of the Corporation prior to the reduction is thirty-four thousand dollars (\$ 34,000.00), of which thirty-four thousand dollars (\$ 34,000.00) in amount is represented by three hundred forty (340) issued shares of the no par value.

(b) The amount of the reduction of the stated capital of the Corporation hereby made is twenty nine thousand dollars (\$ 29,000.00), all of which represents a reduction in the stated capital of the Common Stock.

(c) The method of effecting such reduction is by retiring two hundred ninety (290) shares of the Common Stock held by the Corporation.

(d) The amount of stated capital of the Corporation as hereby reduced is five thousand dollars (\$ 5,000.00), of which five thousand dollars (\$ 5,000.00) in amount is represented by fifty (50) issued shares of the no par value dollars per share of Common Stock.

THIRD: The board of directors of the Corporation, at a meeting duly convened and held on April 1, 1956, duly authorized the reduction in the stated capital of the Corporation hereinabove set forth.

IN WITNESS WHEREOF, THE DARBY COMPANY, INCORPORATED has caused these presents to be signed in its name and on its behalf by its President or one of its Vice-Presidents and its corporate seal to be hereunto affixed and attested by its Secretary or one of its Assistant Secretaries, on April 1, 1956.

THE DARBY COMPANY, INCORPORATED

By Reuben U. Darby II
Reuben U. Darby II
President



Seba R. Darby
Seba R. Darby - Secretary

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY that on this 28th day of January, A.D., 1957, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Reuben U. Darby, II, President of The Darby Company, Incorporated, known to me to be the person whose name is attached to the within Articles of Reduction, and acknowledged the same to be the Act and Deed of said Corporation

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my Notarial Seal.

Ethel P. Toms
Ethel P. Toms, Notary Public



My commission expires: May 6, 1957

RECORDED
JAN 30 10 49 AM '57
ED FOR RECORD
OF MD.
WASHINGTON COUNTY

ARTICLES OF REDUCTION
OF
THE DARBY COMPANY, INCORPORATED

approved by the State Tax Commission of Maryland January 30, 1957 and
received for record January 30, 1957 at 9:00 o'clock A.M. as
in conformity with law and ordered recorded.

A 7814

APPROVAL RECORDED IN
MINUTES - CORPORATE LEDGER
Commissioners

Recorded in Liber *F-22*, folio *231*, one of the Charter Records of the State Tax
Commission of Maryland.

Capital

Increase of Capital

Bonus tax paid \$ Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.



AS WITNESS my hand and seal of the said Commission at Baltimore.

[Signature]
Secretary

See also Books 9/3/59

Recorded June 29, 1957 at 10:49 A.M. Liber 7

ARTICLES OF AMENDMENT OF THE BROWNSVILLE
CHURCH AND CEMETERY COMPANY OF THE CHURCH
OF THE BRETHERN OF WASHINGTON COUNTY, ~~MARYLAND~~

THIS IS TO CERTIFY:

That the Charter of the Brownsville Church and Cemetery Company of the Church of the Brethren dated September 12, 1888, and the Amendment thereto dated April 2, 1938, is altered and revised and that the altered Charter shall supercede the pre-existing Charter and the Amendment thereto, and shall read as follows:

1. That the name of the Corporation shall be "Brownsville Church and Cemetery Company of the Church of the Brethren of Washington County", by which name the said Corporation shall have perpetual succession.
2. That The Corporation is formed for the purpose of conducting religious services according to the beliefs and practices of the Church of the Brethren and for the purpose of having a place for burial of its members and other persons.
3. That the place of business of said Corporation shall be Brownsville in Washington County, Maryland.
4. That the affairs of said Corporation shall be directed by not less than four (4) nor more than twenty-five (25) trustees to be known as a Board of Administration and to be elected at the regular annual meeting of said Corporation, known as the Church Council.
5. That the number of members of the Board of Administration, the manner of election and the term of office of said Board members shall be determined from time to time by the Church Council. The following shall serve as the Board of Administration until their successors are duly elected: W. D. Higdon, Raymond W. Kaetzel, Deanna Higdon, John C. Frye, M. C. Younkings, Ira L. Kaetzel, Fred H. Younkings, Edgar Younkings, John Younkings, Naomi D. Jennings, William Harrison, Pauline I. Taulton, Linford Best,

Leoda C. Rickerds, Anna T. Sullivan, Rose E. Nichols, Ralph S. Kaetzel, Stanley Haynes, Rev. Robert L. Strickler, and Rev. Newton L. Poling.

6. That the Corporation in its meeting known as the Church Council may from time to time pass such by-laws as may be deemed necessary for directing the affairs of said Corporation. Such action may be taken at any regular Church Council or at any special Church Council duly called for such a purpose. Such special Church Council may be called upon resolution by the Board of Administration or upon petition by not less than twenty-five (25) members of the Corporation.

7. That in case any person elected as a member of the Board of Administration by death, resignation, or otherwise cease to be a member of the Board of Administration or should the person so elected refuse to serve or be otherwise disqualified, his place as a member of the Board of Administration shall be vacant and his successor shall be chosen by the remaining members of said Board of Administration to serve until the next regular Church Council when another person shall be elected to fill the vacancy for the remainder of the unexpired term.

8. That a resolution of the Board of Trustees of the Corporation passed on November 27, 1956, duly advised the Amendment of the Charter of the Corporation hereinabove set forth and called a meeting of the members to take action thereon.

9. That the meeting of the members of the Corporation called by the Board of Trustees of the Corporation as aforesaid and duly warned in the manner provided by law, was held at the Brownsville Church of the Brethren on the third day of January, 1957, and that by vote of a majority of the members of the Corporation present and entitled to vote, the Corporation duly adopted

the Amendment of the Charter of the Corporation herein above set forth.

IN WITNESS WHEREOF, Brownsville Church and Cemetery Company of the Church of the Brethren, Brownsville, Washington County, Maryland, has caused these presents to be signed in its name by Rev. Newton L. Poling, Pastor of the Congregation, and its corporate seal to be attached and attested by Raymond W. Kaetzel, its Secretary, on this 3rd day of *January*, 1957.

ATTEST AS TO SEAL

BROWNSVILLE CHURCH AND CEMETERY COMPANY OF THE CHURCH OF THE BRETHREN OF WASHINGTON COUNTY.



Raymond W. Kaetzel
Raymond W. Kaetzel
Secretary

By *Newton L. Poling*
Reverend Newton L. Poling
Pastor of the Congregation and
Member of the Board of Trustees.

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 3rd day of *January*, 1957, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Rev. Newton L. Poling, Pastor and Member of the Board of Trustees of the Brownsville Church and Cemetery Company of the Church of the Brethren of Washington County, and in the name and on behalf of said Corporation acknowledged the foregoing Articles of Amendment to be the Corporate act of said Corporation; and at the same time personally appeared Raymond W. Kaetzel and made oath (or affirmation) in due form of law that he was Secretary of the meeting of members of the congregation at which the amendment of the Charter of the Corporation set forth in said Articles of Amendment was adopted, and that the matters and facts set forth in said Articles of Amendment are true to the best of his knowledge, information and belief.

WITNESS my hand and Official Notarial Seal.

My Comm. Expires: May 6, 1957.

Nellie C. Beecher
Notary Public

Handwritten: 3-10-57
OFFICE OF THE CLERK
OF THE CIRCUIT COURT
FOR WASHINGTON COUNTY
BROWNSVILLE, MARYLAND

ARTICLES OF AMENIMENT
OF

BROWNSVILLE CHURCH AND CEMETERY COMPANY OF THE CHURCH OF THE BRETHREN
OF WASHINGTON COUNTY

approved by the State Tax Commission of Maryland

January 7, 1957

and

received for record

January 7, 1957

at

9:00

o'clock

A. M. as

in conformity with law and ordered recorded.

A 7612

APPROVAL RECORDED IN
MINUTES - CORPORATE LEDGER

Commissioners

Recorded in Liber *F-24*, folio *1*, one of the Charter Records of the State Tax
Commission of Maryland.

Capital

Increase of Capital

Bonus tax paid \$ Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.

Handwritten signature

Secretary

Recorded June 29, 1957 at 10:50 A.M. Liber 7.

THE BLUE RIDGE FIRE INSURANCE COMPANY
ARTICLES OF AMENDMENT

THE BLUE RIDGE FIRE INSURANCE COMPANY, a Maryland Corporation, having its principal office in Hagerstown, Washington County, Maryland (hereinafter called the Corporation), hereby certifies to the State Tax Commission of Maryland, that:

FIRST: The Charter of the Corporation is hereby amended by striking out the second sentence in Paragraph 2 of Chapter 473 Laws of Maryland, 1922, and inserting therein the following:

"The total number of shares of all classes of stock of the Corporation, and the number and par value of the shares of each class are as follows:

The total authorized capital of the Corporation shall be one million (\$1,000,000) Dollars divided into one million (1,000,000) shares of stock of the par value of One (\$1.00) Dollar per share."

SECOND: The Board of Directors of the Corporation at a meeting duly convened and held on December 12, 1955 duly advised the amendment of the Charter of the Corporation hereinabove set forth by passing a resolution declaring that said amendment is advisable, and directing that it be submitted for action thereon at the annual meeting of the stockholders of the Corporation to be held on January 16, 1956.

THIRD: Notice setting forth the amendment of said Charter and stating that a purpose of the meeting of the stockholders would be to take action thereon, was given, as required by law, to all stockholders entitled to vote thereon.

FOURTH: The amendment of the Charter of the Corporation

as hereinabove set forth was approved by the stockholders of the Corporation at said meeting by the affirmative vote of two-thirds (2/3) of all of the votes entitled to be cast thereon.

FIFTH: The amendment of the Charter of the Corporation as hereinabove set forth has been duly advised by the Board of Directors and approved by the stockholders of the Corporation.

SIXTH: (a) The total number of shares of all classes of stock of the Corporation heretofore authorized and the number and par value of the shares of each class of stock are as follows:

One Hundred Fifty Thousand (150,000) shares of the par value of One (\$1.00) Dollar per share.

(b) The total number of shares of all classes of stock of the Corporation as increased, and the number and par value of shares of each class are as follows:

One Million (1,000,000) shares of the par value of One (\$1.00) Dollar per share.

(c) The capital stock of the Corporation is not divided into classes.

IN WITNESS WHEREOF, THE BLUE RIDGE FIRE INSURANCE COMPANY has caused these presents to be signed in its name and on its behalf by its President, and its corporate seal to be hereunto affixed and attested by its Secretary on the 16th day of January, A.D., 1956.



ATTEST:

Clarence W. Emerson
Secretary
Clarence W. Emerson

THE BLUE RIDGE FIRE INSURANCE COMPANY
By *E. Stuart Bushong*
President
E. Stuart Bushong

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 1st day of November, A.D., 1956, before me, the subscriber, a Notary Public in and

for the State and County aforesaid, personally appeared E. Stuart Bushong, President of THE BLUE RIDGE FIRE INSURANCE COMPANY, a Maryland Corporation, and in the name and on behalf of said Corporation acknowledged the foregoing Articles of Amendment to be the corporate act of said Corporation; and at the same time personally appeared Clarence W. Emerson, and made oath in due form of law that he was Secretary of the meeting of the stockholders of said Corporation at which time the amendment of the Charter of the Corporation therein set forth was approved, and that the matters and facts set forth in said Articles of Amendment are true to the best of his knowledge, information and belief.

WITNESS my hand and Official Notarial Seal.



Betty Baker
Notary Public

Comm. Exp.

May 6, 1957

CERTIFICATE OF INSURANCE COMMISSIONER

I HEREBY CERTIFY that the foregoing Articles of Amendment of The Blue Ridge Fire Insurance Company have been submitted to me for examination and have been found by me to be in accordance with the provisions of Article 48A of the Code of General Laws of Maryland and not inconsistent with the Constitution and Laws of said State.

[Signature]
Deputy Insurance Commissioner, Maryland

Date: *January 3, 1957*



ARTICLES OF AMENDMENT
OF
THE BLUE RIDGE FIRE INSURANCE COMPANY

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR REC.
JAN 23 10 40 AM '57
M. J. O'CONNOR
CLERK

approved by the State Tax Commission of Maryland
received for record January 14, 1957
in conformity with law and ordered recorded.

January 14, 1957 and
at 9:00 o'clock A. M. as

A 7647

APPROVAL RECORDED IN
MINUTES - CORPORATE LEDGER
Commissioners

Recorded in Liber *F-20*, folio *472*, one of the Charter Records of the State Tax Commission of Maryland.

Capital

Increase of Capital

Bonus tax paid \$ *170.00* Recording fee paid \$ *10.00*

To the clerk of the *Circuit* Court of *Washington* County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.

[Handwritten Signature]

Secretary

Recorded June 29, 1957 at 10:50 A.M. Liber 7.

ARTICLES OF INCORPORATION

OF

THE HUB, INC.

This Is To Certify:

FIRST: That we, the subscribers, John F. Leary, whose post office address is 967 Mulberry Avenue, Hagerstown, Maryland; Lee R. Hamner, whose post office address is 527 Fairview Avenue, Waynesboro, Pennsylvania; and John C. Morton, whose post office address is 746 Summit Avenue, Hagerstown, Maryland; all being at least twenty-one years of age, do, under and by virtue of the General Laws of the State of Maryland, authorizing the formation of corporation, associate ourselves with the intention of forming a corporation by the execution and filing of these Articles.

SECOND: That the name of the corporation (which is hereinafter called the Corporation) is:

THE HUB, INC.

THIRD: The purposes for which the Corporation is formed are as follows:

(A) To purchase, build, acquire, operate, conduct, and engage in the restaurant, ice cream and soda fountain business, both wholesale and retail, together with all the fixtures, equipment, machinery, and dishes necessary in connection with a restaurant, ice cream and soda fountain business, and generally to do and perform everything necessary for carrying out the aforesaid purposes. To buy, or to otherwise acquire, manufacture, market, prepare for market, sell, deal in, and deal with, import, and export food and food products of every class and description, fresh, canned, preserved, or otherwise, and to prepare and serve all food, beverages, alcoholic or non-alcoholic, and other preparations and refreshments of all kinds.

(B) To manufacture, purchase or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber or dispose of goods, wares, merchandise, implements, and other personal property or equipment of every kind.

(C) To purchase, lease or otherwise acquire, hold,

develop, improve, mortgage, sell, exchange, let, or in any manner encumber or dispose of real property wherever situated.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this State.

FOURTH: The post office address of the principal office of the Corporation in this state is Corner of Virginia Avenue and Bower Avenue, Hagerstown, Maryland. The resident agent of the Corporation is John F. Leary whose post office address is 967 Mulberry Avenue, Hagerstown, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock of the Corporation is Ten Thousand (10,000) Shares of the par value of Ten (\$10.00) Dollars per share, all of which shares are common stock and having an aggregate par value of One Hundred Thousand (\$100,000.00) Dollars.

SIXTH: The number of directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than three (3); and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are John F. Leary, Lee R. Hamner and John C. Morton.

SEVENTH: The following provision is hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

(A) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized; for such considerations as said Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

EIGHTH: The duration of the Corporation shall be perpetual.

NINTH: The Corporation may enter into contracts or transact business with one or more of its directors or with any firm of which one or more of its directors are members, or with any corporation or association in which one or more of its directors are stockholders, directors or officers, and such contract or transaction shall not be invalidated or in anywise affected by the fact that any such director or directors might have interests therein which are or might be adverse to the interests of this Corporation, even though the vote of the director or directors having such adverse interests shall have been necessary to obligate this Corporation upon such contract or transaction; and no director or directors having such adverse interest shall be liable to this Corporation or to any stockholder or creditor thereof, or to any other person, for any loss incurred by it under or by reason of any such contract or transaction; nor shall any such director or directors be accountable for any gains or profits realized thereon; always provided, however, that such contract or transaction shall, at the time it was entered into,

have been a reasonable one to have been entered into and shall have been upon terms that at the time were fair, and provided that the fact that such director or directors are so interested shall have been disclosed to the Board of Directors or shall have been known to a majority of the Board of Directors.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on the 15th day of *January*, A.D., 1957.

WITNESS:

[Three handwritten witness signatures]

John F. Leary

John F. Leary
Lee R. Hamner

Lee R. Hamner
John C. Morton

John C. Morton

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 15th day of *January*, A.D., 1957, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared John F. Leary, Lee R. Hamner and John C. Morton, and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Official Notarial Seal.

Patricia A. Pryor

Notary Public



Comm. Exp.
May 6, 1957

Handwritten notes and stamps in the top left corner, including the word "Articles" and some illegible text.

ARTICLES OF INCORPORATION
OF
THE HUB, INC.

approved by the State Tax Commission of Maryland January 18, 1957 and
received for record January 18, 1957 at 9:00 o'clock A. M. as
in conformity with law and ordered recorded.

A 7822

APPROVAL RECORDED IN
MINUTES - CORPORATE LEDGER
Commissioners

Recorded in Liber *F-22*, folio *271*, one of the Charter Records of the State Tax
Commission of Maryland.

Capital

Increase of Capital

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.

Handwritten signature of the Secretary

Secretary

Recorded June 29, 1957 at 10:50 A.M. Liber 7

ARTICLES OF INCORPORATION

OF

THE MASON DIXON SPORTS CAR CLUB, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Morris Contract, whose post office address is Waynesboro, Pennsylvania, William H. Weaver, whose post office address is Hagerstown, Maryland, and Helen M. Williamson, whose post office address is Chambersburg, Pennsylvania, all being of full legal age, do, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

SECOND: The name of the Corporation (which is hereinafter called "Corporation") is: THE MASON DIXON SPORTS CAR CLUB, INC.

THIRD: The purposes for which the corporation is formed and the business or objects to be carried on and promoted by it are as follows:

(a) To unify automobile enthusiasts into one group and to promote the sport and pastime of motoring in all its branches.

(b) To promote the safe and convenient use of the public highways, collecting and disseminating information to automobile users, to promote the comfort, protection, convenience and interests, and to protect the rights of automobile owners and users in general, and to members in particular, to facilitate the cooperation of its members to their mutual advantage and protection in matters relating to the use and ownership of motor vehicles.

(c) To manufacture, purchase, or otherwise acquire, own, lease, mortgage, pledge, sell, assign and transfer, or otherwise dispose of, to invest, trade, deal in and deal with, goods, wares, and merchandise and real and personal property of every class and description.

(d) This corporation does not contemplate pecuniary

gain or profit to the members thereof, and is organized for non-profit purposes, and no part of any net earnings thereof shall inure to the benefit of any member, or any other individual.

FOURTH: The post office address of the principal office of the corporation in this state is Hagerstown, Maryland. The resident agent of the corporation is Ralph L. Sharrett, Auto Show, Ltd., Dual Highway, Hagerstown, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The corporation formed hereby shall have no capital stock, and shall be composed of members rather than stockholders, and any person eligible under the constitution and by-laws of the corporation shall become a member thereof.

SIXTH: The management and the control of the corporation shall be vested in an Executive Committee of at least five members, and not more than eight, and Morris Contract, William H. Weaver, Helen M. Williamson, Paul J. Perriello and H. B. Williamson shall act as such until the first annual meeting, or until their successors are duly elected by the membership of the corporation as defined in the by-laws of the corporation.

SEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 10 day of January, 1957.

Morris Contract

 Morris Contract

William H. Weaver

 William H. Weaver

Helen M. Williamson

 Helen M. Williamson

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 10 day of January, 1957, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Morris Contract, William H. Weaver and Helen M. Williamson, and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Notarial Seal the day and year last above written.

Helen R. Yeatley

 Notary Public
 My Commission Expires 5-6-57



Washington
JAN 25 1957
RECORDED FOR RECORD

ARTICLES OF INCORPORATION
OF
THE MASON LIXON SPORTS CAR CLUB, INC.

approved by the State Tax Commission of Maryland January 25, 1957 and
received for record January 25, 1957 at 9:00 o'clock A. M. as
in conformity with law and ordered recorded.

A 7825

APPROVAL RECORDED IN
MINUTES - CORPORATE LEDGER
Commissioners

Recorded in Liber *F22*, folio *284*, one of the Charter Records of the State Tax
Commission of Maryland.

Capital

Increase of Capital

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.

[Signature]
Secretary

Recorded June 29, 1957 at 10:50 A.M. Liber 7
ARTICLES OF INCORPORATION

of

PARK HEAD CEMETERY IMPROVEMENT ASSOCIATION, INC.

THIS IS TO CERTIFY:

FIRST, That we, the subscribers, John W. Beard, whose postoffice address is 102 Park Avenue, Chambersburg, Pennsylvania, John R. Beard, whose postoffice address is Big Pool, Washington County, Maryland, Ernest J. Reed, whose postoffice address is Big Pool, Washington County, Maryland, and Harry C. Yonker, whose postoffice address is Hancock, Maryland, all being at least twenty-one years of age, do, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these Articles.

SECOND, That the name of the corporation, which is hereinafter called the "Corporation", is:

PARK HEAD CEMETERY IMPROVEMENT ASSOCIATION, INC.

THIRD, That the purposes for which the Corporation is formed are as follows: The maintenance of a place for the burial of the dead, the acquisition of land, and the sale of lots for burial purposes, and the performance of all other things necessary and incident to the development, care, and preservation of said cemetery, no part of the net earnings of which is to inure to the benefit of any member or other individual;

FOURTH: THE postoffice address of the principal office of the Corporation in this State is Big Pool, Washington County, Maryland. The resident agent of the Corporation is Daniel R. Peck, whose postoffice address is Big Pool, Washington County, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation is not authorized to issue any capital stock.

SIXTH: The Corporation shall have four (4) Trustees and the following shall be the first Trustees of the Corporation:

John W. Beard
John R. Beard
Ernest J. Reed
Harry C. Yonker

Trustees may resign or be removed, vacancies may be filled as provided by the By-Laws. The Trustees shall serve until their respective terms of office expire or until their successors are duly elected in the manner provided in the By-Laws of the Corporation.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on this ~~24~~³¹ day of December, 1956.

Witness:

Alfred E. Shivers

Witness:

Alfred E. Shivers

Witness:

Alfred E. Shivers

Witness:

Alfred E. Shivers

John W. Beard
John W. Beard

John R. Beard
John R. Beard

Ernest J. Reed
Ernest J. Reed

Harry C. Yonker
Harry C. Yonker

175

STATE OF MARYLAND, WASHINGTON COUNTY, To-wit:

THIS IS TO CERTIFY, That on this ~~24~~³¹ day of December, 1956, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County aforesaid, personally appeared John W. Beard, John R. Beard, Ernest J. Reed, Harry C. Yonker, and severally acknowledged the foregoing Articles of Incorporation to be their respective act.

WITNESS my hand and Notarial Seal the day and year last above written.

Betty Manon
Notary Public



My Commission expires:

MY COMMISSION EXPIRES MAY 6, 1957

Inc. 7841
Folio
CLERK

1 29 10 50 AM '57

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

ARTICLES OF INCORPORATION
OF
PARK HEAD CEMETERY IMPROVEMENT ASSOCIATION, INC.

approved by the State Tax Commission of Maryland January 25, 1957 and
received for record January 25, 1957 at 9:00 o'clock A. M. as
in conformity with law and ordered recorded.

A 7841

APPROVAL RECORDED IN
MINUTES - CORPORATE LEDGER
Commissioners

Recorded in Liber *F-22*, folio *376*, one of the Charter Records of the State Tax
Commission of Maryland.

Capital

Increase of Capital

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.

[Signature]
Secretary

Recorded June 29, 1957 at 10:50 A.M. Liber 7
ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: That we, Chester M. Ecker, whose post office address is 1022 Woodland Way, Hagerstown, Maryland; Ruth B. Ecker, whose post office address is 1022 Woodland Way, Hagerstown, Maryland; Herman R. Wrotchford, whose post office address is 317 North Lawrence Street, Charles Town, West Virginia; and F. Maxine Wrotchford, whose post office address is 317 North Lawrence Street, Charles Town, West Virginia, all being of full legal age, do under and by virtue of the general laws of the State of Maryland authorizing the formation of corporations, associate ourselves together with the intention of forming a corporation.

SECOND: That the name of the corporation is:

FARMERS WAYNE FEED MIXING SERVICE, INCORPORATED

THIRD: That Chester M. Ecker, whose post office address is 1022 Woodland Way, Hagerstown, Maryland, is the resident agent of said corporation, and is a citizen of the State of Maryland and actually resides therein.

FOURTH: That the purposes for which the corporation is formed and the business and objects to be carried on and promoted by it are as follows:

- (a) To purchase, lease, or otherwise acquire motors and equipment for the purpose of grinding and mixing feed for farmers;
- (b) To acquire, lease, own, and hold such real or personal property as may be necessary or convenient for the transaction and furtherance of its business;
- (c) To manufacture, purchase, or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber or dispose of the goods, wares, merchandise, implements, and other personal property or equipment of every kind;
- (d) To manufacture and sell foods for cattle and poultry, and

- 2 -

other foods, and to transact all lawful businesses arising out of the same, together with the manufacture and sale of such other useful articles, not prohibited by law, as may from time to time be determined upon;

(e) To purchase, lease, or otherwise acquire, hold, improve, mortgage, sell, exchange, let, or in any manner encumber or dispose of real property wheresoever situate;

(f) To purchase, lease, or otherwise acquire all or in any part of the property, rights, businesses, contracts, good will, franchise, and assets of every kind, of any corporation, co-partnership, or any individual (including the estate of a decedent) carrying on or having carried on, in whole or in part, any of the aforesaid businesses or any other businesses that the corporation may be authorized to carry on, and to undertake, guarantee, assume, and pay the indebtedness and liabilities thereof, and to pay for any such property, rights, businesses, contracts, good will, franchises, or assets by it issued, in accordance with the laws of Maryland, of stock, bonds, or other securities of the corporation or otherwise;

(g) The business which the corporation is to carry on from time to time is to do any one or more of the acts and things hereinbefore set forth in the same manner and to the same extent as individuals may do, and to carry on and conduct any other business which may seem to be calculated, directly or indirectly, to facilitate or effectuate the aforesaid objects and businesses, or any of them, provided that at the transaction of its business, the corporation shall be subject always to the laws and statutes of the State of Maryland and of the United States and of the laws and statutes of each state in which said business may be transacted and in which the property may be located;

(h) Without in any particular limiting or restricting any of

- 3 -

the objects and powers of the corporation, it is hereby expressly declared and provided that the corporation shall have power to issue notes, bonds, and other obligations in payment for property purchased or acquired by it, for any other lawful object in and about its business; to mortgage or pledge any stocks, bonds, or other obligations or any property, whether real or personal, which may be acquired by it; to secure any bonds, guarantees, or other obligations by it issued or incurred; to guarantee any dividends or bonds or contracts or other obligations; to make and perform contracts of every kind and description; and in carrying on its business or for the purposes of obtaining or furthering any of its objects or purposes to do any and all other things, and exercise any and all other powers which a co-partner or natural person could do and exercise, or which now or hereafter may be authorized by law;

(i) In addition to the foregoing powers, the said corporation shall have all the general powers as specifically set forth in Article 23 of the Annotated Code of Maryland and any amendments hereafter made thereto.

FIFTH: That the principal office of the corporation in this state shall be situate at No. 1022 Woodland Way, in the City of Hagerstown, County of Washington, and State of Maryland.

SIXTH: That the capital stock of said corporation shall be composed of three hundred fifty (350) shares of common stock of a par value of One Hundred (\$100.00) Dollars each, having the aggregate value of Thirty-five Thousand (\$35,000.00) Dollars.

SEVENTH: That the corporation shall have four directors, said number being subject to increase or decrease pursuant to the provisions of the bylaws of the corporation, but shall never be less than three; and that the said Chester M. Ecker, Ruth B. Ecker, F. Maxine Wrotchford, and Herman R. Wrotchford shall act as such

directors until the first meeting of the stockholders after the adoption of the Certificate of Incorporation or until their successors are duly chosen and qualified.

IN WITNESS WHEREOF, We have hereunto set our hands and seals this 11th day of January, 1957:

ATTEST:

Earl E. Manges Chester M. Ecker (SEAL)
Chester M. Ecker

Earl E. Manges Ruth B. Ecker (SEAL)
Ruth B. Ecker

Earl E. Manges F. Maxine Wratchford (SEAL)
F. Maxine Wratchford

Earl E. Manges Herman R. Wratchford (SEAL)
Herman R. Wratchford

STATE OF MARYLAND, COUNTY OF ALLEGANY, TO WIT:

I HEREBY CERTIFY, That on this 11th day of January, 1957, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared Chester M. Ecker, Ruth B. Ecker, F. Maxine Wratchford, and Herman R. Wratchford, personally known to me, and did each make oath in due form of law that the matters, facts, and things averred in the foregoing instrument of writing are true and correct to the best of their information, knowledge, and belief.

WITNESS, my hand and Notarial Seal:

Earl Edmund Manges
Notary Public

My commission expires: 5/6/57.

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORDS
JAN 23 10 50 AM '57
Cyrus

ARTICLES OF INCORPORATION
OF
FARMERS WAYNE FEED MIXING SERVICE, INCORPORATED

approved by the State Tax Commission of Maryland January 25, 1957 and
received for record January 25, 1957 at 2:06 o'clock P. M. as
in conformity with law and ordered recorded.

A 7821

APPROVAL RECORDED IN
MINUTES - CORPORATE LEDGER
Commissioners

Recorded in Liber *F-22*, folio *266*, one of the Charter Records of the State Tax
Commission of Maryland.

Capital

Increase of Capital

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.



AS WITNESS my hand and seal of the said Commission at Baltimore.

[Signature]
Secretary

Recorded June 29, 1957 at 10:50 A.M. Liber 67

ARTICLES OF INCORPORATION

OF

WALDRICH, INC.

THIS IS TO CERTIFY:

FIRST: That we, the undersigned, Richard M. Greenwald, whose postoffice address is 10 East Hillcrest Road, Hagerstown, Maryland; Jack Greenwald, whose postoffice address is 1023 View Street, Hagerstown, Maryland, and Harry J. Hamilton, whose postoffice address is 844 West Washington Street, Hagerstown, Maryland, each being at least twenty-one years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these Articles.

SECOND: That the name of the corporation (which is hereafter called the Corporation) is Waldrich, Inc.

THIRD: That the purposes for which the Corporation are formed are as follows:

(a) To carry on a general mercantile or merchandise business and to purchase, sell and deal in such goods, supplies and merchandise as are or may be sold in a general store, such articles of merchandise to include alcoholic beverages, confections and any and all other food products.

(b) To manufacture, purchase or otherwise acquire, hold, mortgage, pledge, sell, transfer or in any manner encumber or dispose of goods, wares, merchandise, implements and other personal property or equipment of every kind.

(c) To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let or in any manner encumber or dispose of real property wherever situated.

(d) To purchase or otherwise acquire all or any part of the business, goodwill, rights, property and assets of any kind and assume all or any part of the liabilities of any corporation, association,

partnership or individual engaged in any lawful business which corporations may conduct, and to continue any business so acquired in its own name or otherwise in accordance with the provisions of the Laws of the State of Maryland.

(e) To purchase or otherwise acquire, hold, sell, assign and transfer the stocks, bonds, securities or other evidence of indebtedness of other corporations, domestic and foreign, and also to purchase or otherwise acquire, own and hold its own stock in accordance with the provisions of the Laws of the State of Maryland.

(f) To make contracts, incur liabilities, borrow money, make and issue bonds or other evidences of indebtedness and secure the same by mortgage or deed of trust of its property, franchises and income.

(g) To apply for, obtain, purchase or otherwise acquire any licenses which might be used for any of the purposes of the Corporation.

(h) To transact its business and carry on its operations within or without the State of Maryland and to exercise in any other state, territory, district or possession of the United States, so far as the laws thereof permit, any of the powers hereby granted.

(i) To do each and every thing necessary, suitable or proper for the accomplishment of any of the purposes or attainment of any one or more of the objects herein enumerated, or which shall at any time appear conducive to or expedient for the protection or benefit of this Corporation and to have and to exercise all the powers conferred by the Laws of the State of Maryland.

FOURTH: The postoffice address of the principal office of the Corporation in this State is 846 West Washington Street, Hagerstown, Maryland. The resident agent of the Corporation is Richard M. Greenwald, whose postoffice address is 10 East Hillcrest Road, Hagerstown, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is ^{Five} ~~Fifty~~ Thousand ⁵⁰⁰⁰ ~~(50,000)~~ shares of the par value of Twenty (\$20.00) Dollars a share, all of which shares are of one class

and are designated Common Stock.

SIXTH: The Corporation shall have three directors, which number may be increased or decreased pursuant to the by-laws of the Corporation but shall never be less than three and the names of the Directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are Richard M. Greenwald, Jack Greenwald and Harry J. Hamilton.

SEVENTH: That the following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the Directors and stockholders:

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized.

(b) Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of the holders of a designated proportion of the shares of stock of the Corporation or to be otherwise taken or authorized by vote of the stockholders, such action shall be effective and valid if taken or authorized by the affirmative vote of a majority of the total number of votes entitled to be cast thereon, except as otherwise provided in this charter.

(c) No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in or are directors or officers of such other corporation; any directors individually, or any firm of which any director may be a member may be a party to or may be pecuniarily or otherwise interested in any contract or transaction of this Corporation provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the board of directors or a majority thereof; and any director of this

Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the board of directors of this Corporation which shall authorize any such contract or transaction and may vote thereat to authorize any such contract or transaction, with like force or effect as if he were not such director or officer of such other corporation or not so interested.

EIGHTH: That the duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 31st day of December , 1956.

Richard M. Greenwald
Richard M. Greenwald

Jack Greenwald
Jack Greenwald

Harry J. Hamilton
Harry J. Hamilton

Witness:

Anna C. Delosier
Anna C. Delosier

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 31st day of December , 1956, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Richard M. Greenwald, Jack Greenwald and Harry J. Hamilton, and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Notarial Seal the day and year last above



Anna C. Delosier
Notary Public
Anna C. Delosier

My commission expires: May 6, 1957

Waldrich
STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
JAN 29 10 50 AM '57

ARTICLES OF INCORPORATION
OF
WALDRICH, INC.

approved by the State Tax Commission of Maryland January 2, 1957 and
received for record January 2, 1957 at 9:00 o'clock A. M. as
in conformity with law and ordered recorded.

A 7589

APPROVAL RECORDED IN
MINUTES - CORPORATE LEDGER
Commissioners

Recorded in Liber *F-20*, folio *182*, one of the Charter Records of the State Tax
Commission of Maryland.

Capital

Increase of Capital

Bonus tax paid \$ *20.00* Recording fee paid \$ *10.00*

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.

Edward A. Ward
Secretary

Recorded June 29, 1957 at 10:50 A.M. Liber 7

ARTICLES OF INCORPORATION
OF
HAGERSTOWN BEAUTY SUPPLY CO., INC.

-0--0-

FIRST: WE, THE UNDERSIGNED, Henry G. Canda, Jr., whose post-office address is No. 509 St. Davids Avenue, St. Davids, Pa., Jean L. Wilsterman, whose post-office address is No. 1213 Morgan Avenue, Drexel Hill, Pa., and Marie R. Miller, whose post-office address is No. 1598 Ormond Avenue, Camden, N. J., each being at least twenty-one years of age, do, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves as incorporators with the intention of forming a corporation.

SECOND: The name of the corporation is
HAGERSTOWN BEAUTY SUPPLY CO., INC.

THIRD: The purposes for which the corporation is formed are:

To manufacture, buy, sell, import, export, distribute and generally deal in cosmetics, soaps, face powders and lotions, toilet creams, hair dyes, nail polishes, toilet supplies and all preparations, materials, supplies, furniture, fixtures, equipment and appliances used in the operation of or in connection with beauty parlors, hair-dressing and manicuring establishments.

To import, export, manufacture, produce, buy, sell and otherwise deal in and with goods, wares and merchandise of every class and description.

To engage in and carry on any other business which may conveniently be conducted in conjunction with any of the business of the corporation.

To acquire all or any part of the good will, rights, property and business of any person, firm, association or corporation heretofore or hereafter engaged in any business similar to any business which the corporation has the power to conduct, and to hold, utilize,

enjoy and in any manner dispose of the whole or any part of the rights, property and business so acquired, and to assume in connection therewith any liabilities of any such person, firm, association or corporation.

To apply for, obtain, purchase or otherwise acquire, any patents, copyrights, licenses, trade-marks, trade names, rights, processes, formulas, and the like, which may seem capable of being used for any of the purposes of the corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account, the same.

To acquire by purchase, subscription or in any other manner, take, receive, hold, use, employ, sell, assign, transfer, exchange, pledge, mortgage, lease, dispose of and otherwise deal in and with, any shares of stock, shares, bonds, debentures, notes, mortgages or other obligations, and any certificates, receipts, warrants or other instruments evidencing rights or options to receive, purchase or subscribe for the same or representing any other rights or interests therein or in any property or assets, issued or created by any persons, firms, associations, corporations, syndicates, or by any governments or subdivisions thereof; and to possess and exercise in respect thereof any and all the rights, powers and privileges of individual holders.

To aid in any manner any person, firm, association, corporation or syndicate, any shares of stock, shares, bonds, debentures, notes, mortgages or other obligations of which, or any certificates, receipts, warrants or other instruments evidencing rights or options to receive, purchase or subscribe for the same, or representing any other rights or interests therein, are held by or for this corporation, or in the welfare of which this corporation shall have any interest, and to do any acts or things designed to protect, preserve, improve and enhance the value of any such property or interest, or any other property of this corporation.

To guarantee the payment of dividends upon any shares of stock or shares in, or the performance of any contract by, any other corporation or association in

which this corporation has an interest, and to endorse or 189
otherwise guarantee the payment of the principal and
interest, or either, of any bonds, debentures, notes or
other evidences of indebtedness created or issued by
any such other corporation or association.

To carry out all or any part of the foregoing
objects as principal, factor, agent, contractor, or
otherwise, either alone or through or in conjunction with
any person, firm, association or corporation, and, in
carrying on its business and for the purpose of attaining
or furthering any of its objects and purposes, to make
and perform any contracts and to do any acts and things,
and to exercise any powers suitable, convenient or proper
for the accomplishment of any of the objects and purposes
herein enumerated or incidental to the powers herein

specified, or which at any time may appear conducive to
or expedient for the accomplishment of any of such
objects and purposes.

To carry out all or any part of the aforesaid
objects and purposes, and to conduct its business in all
or any of its branches, in any or all states, territories,
districts and possessions of the United States of America
and in foreign countries; and to maintain offices and
agencies in any or all states, territories, districts and
possessions of the United States of America and in foreign
countries.

The foregoing objects and purposes shall, except
when otherwise expressed, be in no way limited or re-
stricted by reference to or inference from the terms of
any other clause of this or any other article of these
articles of incorporation or of any amendment thereto,
and shall each be regarded as independent, and construed
as powers as well as objects and purposes.

The corporation shall be authorized to exercise
and enjoy all of the powers, rights and privileges
granted to, or conferred upon, corporations of a similar
character by the General Laws of the State of Maryland
now or hereafter in force, and the enumeration of the
foregoing powers shall not be deemed to exclude any powers,
rights or privileges so granted or conferred.

FOURTH: The post-office address of the principal office of the corporation in this State is No. 19½ East Franklin St., Hagerstown, Maryland. The name of the resident agent of the corporation in this State is Ellwood Fitting

an individual actually residing in this State, and the post-office address of the resident agent is No. 19½ East Franklin St., Hagerstown, Maryland.

FIFTH: The total number of shares of stock which the corporation shall have authority to issue is one hundred fifty (150) shares, all of one class, of the par value of One Hundred Dollars (\$100.00) each and of the aggregate par value of Fifteen Thousand Dollars (\$15,000.00).

SIXTH: The number of directors of the corporation shall be three (3), which number may be increased or decreased pursuant to the by-laws of the corporation and shall never be less than three (3). The names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are:

Barney Sherman

Helen Sherman

Ellwood Fitting

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the corporation and of the directors and stockholders:

The board of directors of the corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized.

No holder of shares of stock of any class shall

be entitled as a matter of right to subscribe for or purchase, or receive any part of any new or additional issue of shares of stock of any class or of securities convertible into shares of stock of any class, whether now or hereafter authorized or whether issued for money, for a consideration other than money or by way of dividend.

Notwithstanding any provision of law requiring a greater proportion than a majority of the votes of all classes or of any class of stock entitled to be cast, to take or authorize any action, the corporation may take or authorize such action upon the concurrence of a majority of the aggregate number of the votes entitled to be cast thereon.

The corporation reserves the right from time to time to make any amendment of its charter, now or hereafter authorized by law, including any amendment which alters the contract rights, as expressly set forth in its charter, of any outstanding stock.

EIGHTH: No holder of any class of stock of this corporation shall be entitled, as of right, to subscribe for, purchase or receive any part of any new or additional issue of stock of any class, or securities convertible into stock, whether now or hereafter authorized.

NINTH: The duration of the corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these articles of incorporation on January 17, 1957.

WITNESS:

Nancy J. Kerst
Nancy J. Kerst

Henry G. Canda, Jr.
Henry G. Canda, Jr.

Jean L. Wilsterman
Jean L. Wilsterman

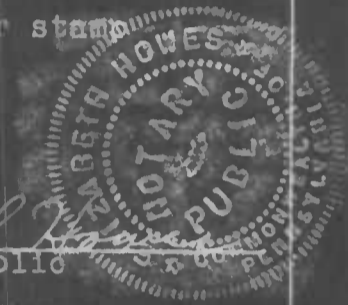
Marie R. Miller
Marie R. Miller

STATE OF PENNSYLVANIA)
COUNTY OF PHILADELPHIA) ss:

I HEREBY CERTIFY that on January 17, 1957, before me, the subscriber, a notary public of the State of Pennsylvania, in and for the County of Philadelphia, personally appeared Henry G. Canda, Jr., Jean L. Wilsterman and Marie R. Miller, and severally acknowledged the foregoing articles of incorporation to be their act.

WITNESS my hand and notarial seal on this _____ the day and year last above written.

Elizabeth Howes
Notary Public
Notary Public, Philadelphia, Phila. County
My Commission Expires January 6, 1958



192

ARTICLES OF INCORPORATION
OF
HAGERSTOWN BEAUTY SUPPLY CO., INC.

Incorporation
FILED
JAN 19 10 50 AM '57
HAGERSTOWN COUNTY
CLERK

approved by the State Tax Commission of Maryland January 18, 1957 and
received for record January 18, 1957 at 10:00 o'clock A. M. as
in conformity with law and ordered recorded.

A 7707

APPROVAL RECORDED IN
MINUTES - CORPORATE LEDGER

Commissioners

Recorded in Liber *F-21*, folio *230*, one of the Charter Records of the State Tax Commission of Maryland.

Capital

Increase of Capital

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Tax Commission of Maryland.



AS WITNESS my hand and seal of the said Commission at Baltimore.

James W. Ward
Secretary

JX

193

Recorded June 29, 1957 at 10:50 A.M. Liber 7

THE BLAKE COMPANY

ARTICLES OF INCORPORATION

FIRST: We, the undersigned, M. William Dutton, Jr., whose post office address is 2210 Hickory Hill Road, Hagerstown, Maryland, Peggy Lease Dutton, whose post office address is 2210 Hickory Hill Road, Hagerstown, Maryland, and M. William Dutton, Sr., whose post office address is 1039 Hamilton Boulevard, Hagerstown, Maryland, each being at least twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is

THE BLAKE COMPANY

THIRD: The purpose for which the Corporation is formed and the business or objects to be carried on by it are as follows:

1 - To carry on and conduct a general construction business including the designing, constructing, enlarging, extending, repairing, completing, removing, or otherwise engaging in any work upon power plants, industrial plants, and other systems and works of every description, buildings, structures, manufacturing plants, and all kinds of excavation, and iron, steel, wood, masonry, mechanical, electrical, and earth construction and installations, to make, execute, and take or receive any contracts or assignments of contracts therefor or relating thereto or connected therewith; and to manufacture or otherwise acquire and furnish all buildings and other materials and supplies connected therewith or required therefor; to manufacture, produce, adapt, and prepare, deal in and deal

Del. to Mr. Dutton 12/1/67

with any materials, articles, or things incidental to or required for, or useful in connection with any of its business, and generally to carry on any other business which can be advantageously carried on in conjunction with and incidental to any of the matters aforesaid.

2 - To manufacture, hold, purchase, or otherwise acquire, buy, and sell both retail and wholesale, produce, secure, receive, procure, make or otherwise dispose of and generally operate a machine shop and deal in parts of every kind and nature for the aircraft industry and all other articles or merchandise of a kindred nature, and to export, import, and deal in all articles commonly supplied or dealt in by persons engaged in a machine shop and aircraft industry parts business.

3- To enter into and perform contracts for the grading and/or paving of streets, driveways, sidewalks, courts, alleys, and similar areas.

4 - To engage in engineering, designing, producing, manufacturing, and selling die casting molds, die casting dies, permanent molds, and tooling, and industrial engineering and planning.

5 - To install and repair heating plants, gas fittings and apparatus in buildings, and to do a general plumbing business.

6 - To manufacture, process, build, install, buy, sell, deal in, store, transport, and otherwise handle sheet metal, ornamental iron, bronze, copper, and other kinds of metallic materials useful in construction and building.

7 - To manufacture, buy, sell and deal in cements, lime, plaster, brick, iron, steel, iron and steel products, metals, concrete, artificial stone and paving materials of all kinds, and to mine, quarry, grind, prepare, buy and sell mineral substances and materials.

8 - To buy, sell, exchange and generally deal in, at wholesale and retail, goods, wares and merchandise of every kind and description, and to otherwise carry on any or every type of legal activity or business.

9 - To purchase, sell, mortgage, lease, improve, invest and deal in real estate, wheresoever situated, and to construct, equip, operate, lease, rent, hire and manage buildings of every kind and description; to borrow and lend money in furtherance of the businesses of the Corporation and to execute necessary documents to secure obligations of the Corporation.

FOURTH: The post office address of the principal office of the Corporation in this is 2210 Hickory Hill Road, Hagerstown, Maryland. The name and post office address of the resident agent of the Corporation in this State is M. William Dutton, Jr., 2210 Hickory Hill Road, Hagerstown, Maryland, Said resident agent is a citizen of this state and actually resides therein.

FIFTH: The total amount of authorized capital stock of the Corporation

is Two Hundred Thousand Dollars (\$200,000.00), par value, divided into Two Thousand (2000) shares of the par value of One Hundred Dollars (\$100.00) each.

SIXTH: The number of Directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than three; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are M. William Dutton, Jr., Peggy Lease Dutton and M. William Dutton, Sr.

SEVENTH: The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on this 25th day of January, 1957.

WITNESS:

Catherine M. Hess
Catherine M. Hess

M. William Dutton, Jr. (SEAL)
M. William Dutton, Jr.

Catherine M. Hess
Catherine M. Hess

Peggy Lease Dutton (SEAL)
Peggy Lease Dutton

Catherine M. Hess
Catherine M. Hess

M. William Dutton, Sr. (SEAL)
M. William Dutton, Sr.

STATE OF MARYLAND, COUNTY OF WASHINGTON: ss:

I HEREBY CERTIFY, that on this 25th day of January, 1957, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Washington, personally appeared M. William Dutton, Jr., Peggy Lease Dutton and M. William Dutton, Sr. and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and notarial seal, the day and year last above written.



Catherine M. Hess
Catherine M. Hess, Notary Public

My Commission Expires: May 6, 1957

ARTICLES OF INCORPORATION
OF
THE BLAKE COMPANY

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

JUN 20 10 50 AM '57

MISS. SULLIVAN
CLERK
Wilmington

approved by the State Tax Commission of Maryland January 28, 1957 and
received for record January 28, 1957 at 9:00 o'clock A. M. as
in conformity with law and ordered recorded.

A 7806

APPROVAL RECORDED IN
MINUTES - CORPORATE LEDGER

Commissioners

Recorded in Liber *F-22*, folio *186*, one of the Charter Records of the State Tax
Commission of Maryland.

Capital

Increase of Capital

Bonus tax paid \$ *40.00* Recording fee paid \$ *10.00*

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.



AS WITNESS my hand and seal of the said Commission at Baltimore.

James W. Ward

Secretary

Recorded July 5, 1957 at 12:18 P.M. Liber 7

ARTICLES OF INCORPORATION
OF
JUST IMAGINE, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, James E. Finch, whose post office address is 558 Montgomery Avenue, Chambersburg, Pennsylvania, J. Edward Doubet, whose post office address is 8th & Edgemont Ave., Chester, Pennsylvania, and Vera M. Finch, whose post office address is 558 Montgomery Avenue, Chambersburg, Pennsylvania, each being at least twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the "Corporation") is: "JUST IMAGINE, INC."

THIRD: The purposes for which the Corporation is formed are as follows:

(a) To create, purchase, hold and sell patent rights for inventions and designs, and to purchase copyrights for books, publications and original trade marks with the right to issue licenses for the same and receive pay therefor.

(b) To apply for, obtain, pledge, purchase, lease or otherwise to acquire and to hold, own, operate and introduce, and to sell, assign or to otherwise dispose of any trade marks, trade names, patents, inventions, improvements and processes used in connection with or secured under Letters Patent of the United States, or elsewhere, and to use, assign, develop, grant licenses in respect of or otherwise to turn to account or dispose of any copyrights, trade marks, patents, processes and the like, or any such property or rights.

(c) To create, evaluate, protect, promote, advertise and sell ideas or products in all fields of endeavor and purchase, hold and sell the same on an incentive fee or royalty basis, or issue licenses or sell outright the same on any basis whatsoever.

(d) To compile, print, publish and sell books, newspapers, journals, magazines, periodicals, letters, pamphlets, reports and hand books for the dissemination of information and advertising through the business world.

(e) To purchase, lease, hire or otherwise acquire, hold or develop, improve or dispose of and to aid and subscribe toward the acquisition, development or improvement of real and personal property and rights and privileges therein.

(f) To acquire all or any part of the good-will, rights, property and business of any person, firm, association or corporation heretofore or hereafter engaged in any business not contrary to the General Laws of the State of Maryland, and to assume in connection therewith any liabilities of any such person, firm, association or corporation.

(g) To carry on any other business in connection therewith which may seem to the Corporation to be calculated, directly or indirectly, to effectuate the aforesaid objects, or any of them, or to facilitate it in the transaction of its aforesaid business, or any part thereof, or in the transaction of any other business that may be calculated, directly or indirectly, to enhance the value of its property and rights, not contrary to the laws of the State of Maryland. The said Corporation shall enjoy and exercise all the powers and rights conveyed by Statute upon the Corporation and the enumeration of the specific powers in this Certificate of Incorporation are in furtherance of and not in limitation of the General Powers conferred by law.

(h) To purchase, hold and reissue shares of its own stock of any class.

FOURTH: The post office address of the principal office of the Corporation in this State is: #206 Second National Bank Building, Hagerstown, Maryland. The name and post office address of the Resident Agent of the Corporation in this State is: Leo H. Miller, Second National Bank Building, Hagerstown, Maryland.

Said Resident Agent is an individual actually residing in this State.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is 100,000 shares of the par value of twenty-five (\$0.25) cents a share, all of one class, and having an aggregate par value of Twenty-five Thousand (\$25,000.00) Dollars.

SIXTH: The number of directors of the Corporation shall be three, which number may be increased, or decreased, pursuant to the by-laws of the Corporation, but shall never be less than three (3); the names of the directors who shall act until the first annual meeting, or until their successors are duly chosen and qualify are: James E. Finch, J. Edward Doubet, and Vera M. Finch.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class or classes, whether now or hereafter authorized, and securities convertible into shares of its stock of any class, whether now or hereafter authorized.

(b) The Board of Directors shall have the power to mortgage the property of the Corporation from time to time without the approval of the stockholders, subject to such limitations and restrictions, if any, as may be set forth in the by-laws of the Corporation.

(c) The above granted powers to the Corporation and to the Board of Directors thereof are in furtherance of and not in limitation of the General Powers conferred by law upon the Directors of the Corporation.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 6th day of February, 1957.

WITNESS:

James E. Finch
James E. Finch

J. Edward Doubet
J. Edward Doubet

Yvonne E. Anthony
Yvonne E. Anthony

Vera M. Finch
Vera M. Finch

STATE OF PENNSYLVANIA, COUNTY OF FRANKLIN, to-wit:

I HEREBY CERTIFY, That on this 6 day of February, 1957, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared James E. Finch and Vera M. Finch and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Notarial Seal the day and year last above written.

Daisy E. Mower
Notary Public
Daisy E. Mower

my com expires mar 6, 1959

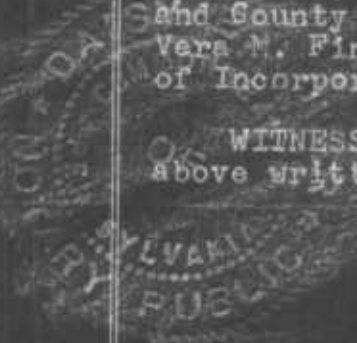
STATE OF PENNSYLVANIA, COUNTY OF ~~BERKSHIRE~~, toewit:

I HEREBY CERTIFY, That on this 6 day of February, 1957, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared J. Edward Doubet and acknowledged the foregoing Articles of Incorporation to be his act.

WITNESS my hand and Notarial Seal the day and year last above written.

Daisy E. Mower
Notary Public
Daisy E. Mower

my com expires mar 6, 1959



ARTICLES OF INCORPORATION
OF
JUST IMAGINE, INC.

STATE OF MARYLAND
RECORDED FOR
JAN 5 1957
COMMISSIONERS

approved by the State Tax Commission of Maryland February 8, 1957 and
received for record February 8, 1957 at 2:07 o'clock P. M. as
in conformity with law and ordered recorded.

A 7951

APPROVAL RECORDED IN
MINUTES - CORPORATE LEDGER
Commissioners

Recorded in Liber *F-24*, folio *178*, one of the Charter Records of the State Tax
Commission of Maryland.

Capital

Increase of Capital

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.



[Handwritten Signature]
Secretary

V/B
Recorded July 5, 1957 at 12:19 P.M. Liber 7

ARTICLES OF INCORPORATION
HOWARD'S PAINT STORE, INC.

THIS IS TO CERTIFY:

First: That we, the subscribers, John T. Howard, whose post office address is 135 East Washington Street, Hagerstown, Washington County, Maryland, Margaret B. Howard, whose post office address is 135 East Washington Street, Hagerstown, Washington County, Maryland and Alfred H. Denlinger, whose post office address is 615 Virginia Avenue, Hagerstown, Washington County, Maryland, each of whom are at least 21 years of age, do hereby, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves for the purpose and with the intention of forming a corporation.

Second: That the name of the corporation is:

HOWARD'S PAINT STORE, INC.

Third: That the purposes for which the corporation is formed and the business or objects to be carried on and promoted by it are as follows:

A. To exercise all or any of the general powers conferred upon corporations by the General Laws of Maryland as now existing and any and all amendments thereto hereafter made (and without in any way limiting the right to exercise such general powers) and in addition thereto.

B. To manufacture, buy, sell, store, exchange or otherwise deal in, both at wholesale and retail, paints, laquers, varnishes, and other painting substances, painting tools and equipment, wallpaper, floor coverings and all materials connected therewith, and in general to conduct a general merchandising business dealing in property of every nature and description; and to acquire, rent, lease, deal in and dispose of any and all equipment, trucks and property, both real and personal, of every nature and description.

C. To carry on and transact for itself or for account of others the business of general merchants or dealers in natural

products, raw materials, manufactured products and goods, wares and merchandise of every description and nature.

D. To purchase, acquire, dispose of, lease and sell all or any part of the property, rights, businesses, contracts, good will, franchises, and assets of every kind of any corporation, partnership or individual engaged in, carrying on or having carried on in whole or in part any business that the Corporation may be authorized to carry on and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof.

E. To apply for, obtain, purchase or otherwise acquire any patents, copyrights, licenses, trade marks, trade names, rights, processes, formulae and the like which may be used for or be incidental to any of the purposes of the Corporation and to use, exercise, develop and grant licenses in respect of, sell or otherwise dispose of and deal in the same.

Fourth: The post office address of the principal office of the Corporation in this State will be located at 23 East Washington Street, Hagerstown, Washington County, Maryland. The resident agent of the Corporation is Alfred H. Denlinger whose post office address is 615 Virginia Avenue, Hagerstown, Washington County, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

Fifth: The total number of shares of stock of all classes which the corporation has authority to issue is 1,000 shares having a par value of \$100.00 each; the aggregate par value of all such shares is \$100,000.00.

Sixth: The shares of said stock shall be non-assessable and shall be entitled to one vote per share at all meetings of stockholders of the Corporation. Dividends may be declared thereon in such amounts and at such times as the directors may determine, subject to the provisions of law. Said shares of stock shall be redeemable, in whole or in part, at any time upon not less than 30 days' written notice, by lot or otherwise, as may be determined

by the Board of Directors, at not less than the par value thereof plus any and all dividends theretofore declared but unpaid thereon. In the event of liquidation or winding up of the affairs of the Corporation, whether voluntary or involuntary, the assets remaining after the payment of all debts, taxes, costs and expenses shall be distributed to the holders of said stock in proportion to their respective holdings thereof.

Seventh: The shares of stock of the corporation shall be transferrable only on the books of the Corporation upon surrender of the certificates therefore properly endorsed.

Eighth: The Corporation shall have three directors, and John T. Howard, whose post office address is 135 East Washington Street, Hagerstown, Washington County, Maryland, Margaret B. Howard, whose post office address is 135 East Washington Street, Hagerstown, Maryland and Alfred H. Denlinger, whose post office address is 615 Virginia Avenue, Hagerstown, Washington County, Maryland, shall act as such until the first annual meeting of stockholders or until their successors are duly chosen and qualified.

Ninth: The Board of Directors of said Corporation are hereby authorized to issue unto John T. Howard and, or, Margaret B. Howard, his wife, his personal representatives and assigns, Four Hundred shares of stock of the Corporation upon the transfer to said Corporation of all of the property and assets, excluding cash in bank, now used in connection with the conduct of the business presently known as Howard's Paint Store at 23 East Washington Street in Hagerstown, Washington County, Maryland, including all books, records, accounts receivable used, employed in connection with or incidental to said business, and the Corporation shall, upon said transfer being completed, assume all debts, obligations and liabilities of said Howard's Paint Store. In the opinion of the Incorporators the actual value of said property is not less than the sum of \$40,000.00 .

Tenth: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

a. The Board of Directors of the Corporation is hereby authorized and empowered to authorize the issuance from time to time of shares of stock, of any class, whether now or hereafter authorized or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such considerations as said Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be provided by law or set forth in the by-laws of the Corporation.

b. No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in or are directors or officers of such other corporation; any director individually, or any firm of which any director may be a member, may be a party to or may be pecuniarily or otherwise interested in any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any Director of this Corporation who is also a Director or officer of such other corporation or is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation which shall authorize any such contract or transaction and may vote thereat to authorize any such contract or transaction with like force and effect as if he were not such director or officer of such other corporation or not so interested.

e. At any meeting of the stockholders, any action taken or authorized which, in the absence of this provision, would require a greater proportion of such votes, shall be valid and

effective if taken or authorized by a majority of the votes of all classes of stock entitled to be cast.

d. The Corporation reserves the right to make from time to time any amendments of its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, reclassification or otherwise. Any such amendment shall be valid if authorized by the same vote and procedure as are required in the case of charter amendments not changing the terms of outstanding stock.

e. No stockholder shall have any preemptive right or rights to acquire any additional shares.

Eleventh: The Charter of this Corporation shall be perpetual.

John T. Howard
John T. Howard

Margaret B. Howard
Margaret B. Howard

Alfred H. Denlinger
Alfred H. Denlinger

STATE OF MARYLAND, WASHINGTON COUNTY, To-wit:-

I HEREBY CERTIFY, That on this 2nd day of January, A.D., 1957, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared John T. Howard, Margaret B. Howard and Alfred H. Denlinger, personally known to me to be the persons whose names are subscribed to the foregoing instrument, and who did each acknowledge that they executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my official Notarial Seal the day and date last above written.

My Commission Expires:
May 6, 1957

Suzanne D. Mary
Notary Public



ARTICLES OF INCORPORATION
OF
HOWARD'S PAINT STORE, INC.

Howe
FEB 25 5 12 13 PM 1957
RECORDED
OR RECORDS

approved and received for record by the State Tax Commission of Maryland,
February 25, 1957 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 8161

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

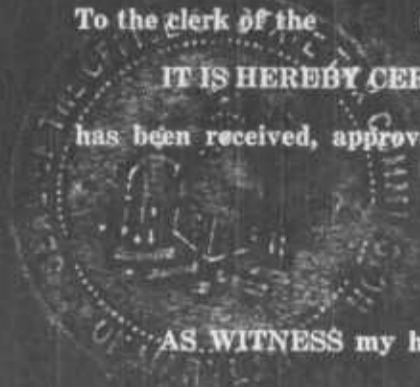
JUL 5 1957
STATE OF
WASHINGTON
RECEIVED

Recorded in Liber *F-26*, folio *103*, one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.



AS WITNESS my hand and seal of the said Commission at Baltimore.

[Signature]
Secretary

ARTICLES OF INCORPORATION

Recorded July 5, 1957 at 12:19 P.M. Liber 7
OF

POLISH MOUNTAIN ROD AND GUN CLUB, INCORPORATED

THIS IS TO CERTIFY:

FIRST: That we, William D. Tosten, whose post office address is 719 Salem Avenue, Hagerstown, Maryland; Harry D. Cromer, whose post office address is 1732 Virginia Avenue, Hagerstown, Maryland; Robert J. Clark, whose post office address is 12 East Greene Street, Funkstown, Maryland; Kenneth E. Gouff, whose post office address is 139 John Street, Hagerstown, Maryland; and Alfred L. Chapman, 46 Fair Ground Avenue, Hagerstown, Maryland, all being of full legal age, do under and by virtue of the general laws of the State of Maryland authorizing the formation of corporations, associate ourselves together with the intention of forming a corporation.

SECOND: That the name of the corporation is:

POLISH MOUNTAIN ROD AND GUN CLUB, INCORPORATED

THIRD: That the purposes for which the corporation is formed and the business and objects to be carried on and promoted by it are as follows:

- (a) To promote and encourage laws for the protection of fish and game life in the State of Maryland;
- (b) To promote and encourage the propagation of fish and game in the County of Allegany and elsewhere;
- (c) To encourage by legal means the passage of legislation and aid of the purposes above stated and rational enforcement thereof;
- (d) To promote and encourage better understanding among the members and the general public as to the proper use of boats, camps, camp furnishings, hunting and fishing equipment;

- 2 -

(e) To promote, encourage, and educate its members and the general public in the principles of safety and the use of firearms;

(f) To promote, encourage, and provide social and friendly intercourse among its members;

(g) To maintain social quarters for the promotion and advantage of the members and the purposes for which the corporation is formed;

(h) To buy and acquire necessary real estate for the maintenance of a club or clubs as may be necessary for the said members and to maintain permanent headquarters for the mutual improvement and social culture of its members;

(i) To acquire, lease, hold, mortgage, and sell such real or personal property as may be necessary for the transaction and furtherance of the purposes of said organization;

(j) Without in any particular limiting or restricting any objects and powers of the corporation, it is hereby expressly declared and provided that the corporation shall have power to issue notes, bonds, and other obligations in payment for property purchased or acquired by it, or for any other lawful object in or about the furtherance of its purposes;

(k) In addition to the foregoing powers, the said corporation shall have all the general powers as specified and set forth in Article 23 of the Annotated Code of Maryland;

FOURTH: That the principal office of the said corporation in this state shall be situate at No. 1732 Virginia Avenue, in the City of Hagerstown, and State of Maryland.

FIFTH: That the name and address of the resident agent of this corporation is Harry D. Cromer, 1732 Virginia Avenue, Hagerstown, Maryland, he being a citizen of this state and actually residing therein.

SIXTH: That the said corporation shall have no capital stock.

SEVENTH: That the existence of this corporation shall be perpetual.

EIGHTH: That this corporation shall have five directors, the said number shall be subject to increase or decrease pursuant to the provisions of the bylaws of the corporation, but shall never be less than three; and that the said William D. Tosten, Harry D. Cromer, Robert J. Clark, Kenneth E. Gouff, and Alfred L. Chapman shall act as such directors until the first meeting of the membership of said corporation after the adoption of the Certificate of Incorporation, or until their successors are duly chosen and qualify.

IN WITNESS WHEREOF, We have hereunto set our hands and seals this 19th day of January, 1957:

ATTEST:

Melvin L. Shipley (Signature) William D. Tosten (Signature) (SEAL)
MELVIN L. SHIPLEY William D. Tosten

Melvin L. Shipley (Signature) Harry D. Cromer (Signature) (SEAL)
MELVIN L. SHIPLEY Harry D. Cromer

Melvin L. Shipley (Signature) Robert J. Clark (Signature) (SEAL)
MELVIN L. SHIPLEY Robert J. Clark

Melvin L. Shipley (Signature) Kenneth E. Gouff (Signature) (SEAL)
MELVIN L. SHIPLEY Kenneth E. Gouff

Melvin L. Shipley (Signature) Alfred L. Chapman (Signature) (SEAL)
MELVIN L. SHIPLEY Alfred L. Chapman

STATE OF MARYLAND, COUNTY OF WASHINGTON, TO W*T:

I HEREBY CERTIFY, That on this 19 day of January, 1957, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared William D. Tosten, Harry D. Cromer, Robert J. Clark, Kenneth E. Gouff, and Alfred L. Chapman, and did each make oath in due form of law that the matters, facts, and things contained in the foregoing instrument of writing are true and correct to the best of his information, knowledge, and belief.

WITNESS, my hand and Notarial Seal:

Constance V. Delphey (Signature)
Notary Public - CONSTANCE V. DELPHEY

My commission expires: May 6, 1957

RECORDED
FEB 5 12 30 PM '57
MD. COUNTY
FOR RECORD

ARTICLES OF INCORPORATION
OF
POLISH MOUNTAIN ROD AND GUN CLUB, INCORPORATED

approved by the State Tax Commission of Maryland February 4, 1957 and
received for record February 4, 1957 at 9:00 o'clock A. M. as
in conformity with law and ordered recorded.

A 7928

APPROVAL RECORDED IN
MINUTES - CORPORATE LEDGER

Commissioners

Recorded in Liber *F-23*, folio *486*, one of the Charter Records of the State Tax
Commission of Maryland.

Capital

Increase of Capital

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.



AS WITNESS my hand and seal of the said Commission at Baltimore.

[Handwritten Signature]

Secretary

Recorded July 5, 1957 at 12:19 P.M. Liber 7

THE HAGERSTOWN HOME IMPROVEMENT COMPANY

ARTICLES OF INCORPORATION

FIRST: WE, THE UNDERSIGNED, Robert C. Parks, whose post office address is No. 234 East Washington Street, Hagerstown, Maryland; Robert B. Collins, whose post office address is No. 606 East Wilson Boulevard, Hagerstown, Maryland; and Mildred Pauline Collins, whose post office address is No. 606 East Wilson Boulevard, Hagerstown, Maryland, each being at least twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is THE HAGERSTOWN HOME IMPROVEMENT COMPANY.

THIRD: The purposes for which the Corporation is formed are as follows:

A. To carry on the business of selling roofing, siding, spouting, storm windows, awnings, insulation and weather stripping; and to install roofing, siding, spouting, storm windows, awnings, insulation and weather stripping; and to do tinning; and to generally carry on the business of making home improvements, repairs and additions and selling the materials incident thereto.

B. To manufacture, buy, sell, install and generally deal in any and all materials capable of use in the construction, alteration and repair of any kind of building and to generally carry on the business of dealers in new and secondhand building materials.

C. To purchase or otherwise acquire all or any part of the business, good will, rights, property and assets of any kind and assume all or any part of the liabilities of any corporation, association, partnership, or individual engaged in any lawful business which corporations may conduct and to continue any business so acquired in its own name or otherwise in accordance with the provisions of the Laws of the State of Maryland.

D. To purchase or otherwise acquire, hold, sell, assign and transfer the stocks, bonds, securities or other evidence of indebtedness of other corporations, domestic and foreign, and also to purchase or otherwise acquire, own and hold its own stock in accordance with the provisions of the Laws of the State of Maryland.

E. To make contracts, incur liabilities, borrow money, make and issue bonds or other evidence of indebtedness and secure the same by mortgage or deed of trust of its property, franchises and income.

F. To transact its business and carry on its operations within or without the State of Maryland and to exercise in any other state, territory, district or possession of the United States or in any foreign country so far as the laws thereof permit, any of the powers hereby granted.

G. To do each and every thing necessary, suitable or proper for the accomplishment of any of the purposes or attainment of any one or more of the objects herein enumerated or which shall at any time appear conducive to or expedient for the protection or benefit of this corporation, and to have and to exercise all the powers conferred by the Laws of the State of Maryland upon corporations formed under the General Corporation Laws of the State of Maryland.

FOURTH: The post office address of the principal office of the Corporation in this State is No. 606 East Wilson Boulevard, Hagerstown, Maryland. The name and post office address of the resident agent of the Corporation in this State are Robert B. Collins, No. 606 East Wilson Boulevard, Hagerstown, Maryland. Said resident agent is a citizen of this State and actually resides herein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is two-hundred (200) shares of the par value of one dollar (\$1.00) a share, all of which shares are of one class and are designated common stock. The aggregate par value of said stock is two-hundred dollars (\$200.00).

SIXTH: The number of directors of the Corporation shall be three (3), which number may be increased pursuant to the by-laws of the Corporation, but shall never be less than three; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are Robert C. Parks, Robert B. Collins and Mildred Pauline Collins.

SEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 5th day of February, 1957.

WITNESS:

Anna Jane Sawers

Robert C. Parks
Robert C. Parks

Anna Jane Sawers

Robert B. Collins
Robert B. Collins

Irving M. Einbinder

Mildred P. Collins
Mildred Pauline Collins

STATE OF MARYLAND,
COUNTY OF WASHINGTON, ss:

I HEREBY CERTIFY that on the 5th day of February, 1957, before me, the subscriber, a notary public of the State of Maryland, in and for the County of Washington, personally appeared ROBERT C. PARKS, ROBERT B. COLLINS, AND MILDRED PAULINE COLLINS, and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and notarial seal, the day and year last above written.



IRVING M. EINBINDER
ATTORNEY AT LAW
HAGERSTOWN, MARYLAND

Anna Jane Sawers
Notary Public

My Commission Expires: May 6, 1957

MD. COUNTY FOR RECORD
FOLIO 7942
INDEXED
FILED
CLERK
FEB 12 19 1957

ARTICLES OF INCORPORATION
OF
THE HAGERSTOWN HOME IMPROVEMENT COMPANY

approved by the State Tax Commission of Maryland February 6, 1957 and
received for record February 6, 1957 at 9:00 o'clock A.M. as
in conformity with law and ordered recorded.

A 7942

APPROVAL RECORDED IN
MINUTES - CORPORATE LEDGER
Commissioners

Recorded in Liber *F-24*, folio *120*, one of the Charter Records of the State Tax Commission of Maryland.

Capital

Increase of Capital

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Tax Commission of Maryland.



AS WITNESS my hand and seal of the said Commission at Baltimore.

W. W. Ware
Secretary

Recorded July 5, 1957 at 12:20 P.M. Liber 7
MAEMART CORPORATION

STOCK ISSUANCE STATEMENT

Maemart Corporation, a Maryland corporation having its principal office in Washington County, Maryland, hereinafter called the "Corporation" hereby certifies to the State Tax Commission of Maryland, that:

FIRST: The Corporation has authorized the issuance of Twelve Hundred and Fifty (1250) fully paid and non-assessable shares of its capital stock having a par value of Twenty Dollars (\$20.00) per share as follows:

- (1) To J. Henry Reisner, six hundred and twenty-five (625) shares,
- (2) To Harvey H. Heyser, Jr., six hundred and twenty-five (625) shares,

for the following consideration, the actual value of which as determined by the Board of Directors is not less than Twenty-five Thousand Dollars (\$25,000.00), namely:

the conveyance to the Corporation by the said J. Henry Reisner and Harvey H. Heyser, Jr., of an unimproved tract of land containing 5.4 acres, more or less, being situate in Washington County, Maryland, a short distance North of the corporate limits of the City of Hagerstown, along Northern Avenue and immediately West of the right of way of the Western Maryland Railway Company, being more particularly described as Parcel No. 1 in the deed from Leo H. Miller and wife to the aforesaid J. Henry Reisner and Harvey H. Heyser, Jr., dated the 8th day of January, A.D., 1947, and recorded in Liber 239, folio 369, one of the Land Records of Washington County, Maryland.

SECOND:

(a) At the time of the authorization of the issuance of such shares of stock there were no shares of stock of the Corporation outstanding and entitled to vote, and

(b) The issuance of said shares of stock for the consideration above mentioned was duly authorized

by the unanimous vote of the Board of Directors of the Corporation at a meeting duly held as of the 14th day of July, A.D., 1955 at which all members of the Board of Directors were present.

IN WITNESS WHEREOF, Maemart Corporation has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed by its Secretary, this 8th day of February, A.D., 1957.



(CORP. SEAL)

MAEMART CORPORATION,

By J. Henry Reisner
President.

ATTEST: Lolita L. Heyser
Secretary.

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on the 8th day of February, A.D., 1957, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared J. Henry Reisner, President of Maemart Corporation, a Maryland corporation, and in the name and on behalf of said Corporation acknowledged the foregoing Stock Issuance Statement to be the corporate act of said Corporation; and at the same time personally appeared Lolita L. Heyser and made oath in due form of law that she was Secretary of the meeting of the Board of Directors of said Corporation at which the issuance of the stock therein mentioned was finally approved and that the matters and facts set forth in said statement are true to the best of her knowledge, information and belief.

WITNESS my hand and Notarial Seal the day and year last above written.



Pearl L. Gehr
Pearl L. Gehr,
Notary Public.

STOCK ISSUANCE STATEMENT
OF
MAEMART CORPORATION

STATE OF MARYLAND
WASHINGTON
RECEIVED FOR RECORD

JUL 5 11 15 AM '57

LIBER
CLERK/MO
G. MERLIN S.

approved and received for record by the State Tax Commission of Maryland,
February 13, 1957 at 9:00 o'clock A.M. as in conformity
with law and ordered recorded.

A 8026

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber *F-25*, folio *12*, one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$..... Recording fee paid \$.....*10.00*.....

To the clerk of the *Circuit* Court of *Washington* County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.

[Signature]
Secretary

Recorded July 5, 1957 at 12:20 P.M. Liber 7
ARTICLES OF INCORPORATION

OF

CHURCH OF THE HOLY TRINITY, EVANGELICAL AND REFORMED

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Lionel E. Sellman, Sr., whose postoffice address is Hampton Road, R. D. 2, Williamsport, Maryland; W. David DeLauder, whose postoffice address is 21 Coffman Avenue, Hagerstown, Maryland; M. F. Strickler, whose postoffice address is 116 Coffman Avenue, Hagerstown, Maryland; Hazel E. Naugle, whose postoffice address is 38 Roessner Avenue, Hagerstown, Maryland; Joseph C. Neikirk, whose postoffice address is 120 Greenberry Road, Hagerstown, Maryland; Luther Sweigert, whose postoffice address is 10 Clinton Avenue, Hagerstown, Maryland; Leonard Hughes, whose postoffice address is 120 Coffman Avenue, Hagerstown, Maryland; William T. Robinson, whose postoffice address is 119 East Lincoln Avenue, Hagerstown, Maryland; J. Walter Selser, whose postoffice address is 1920 Lincolnshire Road, Hagerstown, Maryland, each being at least twenty-one years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of church corporations, associate ourselves as trustees, with the intention of forming a corporation by the execution and filing of these Articles.

SECOND: That the name of the corporation (which is hereafter called the Corporation) is Church of the Holy Trinity, Evangelical and Reformed.

This Corporation shall be an organic member of the Evangelical and Reformed Church, or of any United Church into which the Evangelical and Reformed Church shall organically merge, and shall be governed by the constitution, laws and practices of said church.

THIRD: The purpose of this Corporation shall be to establish, maintain and provide a place to worship the triune God, to provide the preaching of the Gospel of Jesus Christ, to practice loving service towards the needy, to further Christian unity and promote Christian fellowship.

The Corporation in this connection shall maintain and conduct schools of religious education for both young and old and further other religious and charitable work necessary to the fulfillment of said purpose. To that end the Corporation has adopted a constitution and established by-laws which are deemed necessary and expedient for the management of its affairs and which are in accordance with law and consistent with these articles of incorporation. In said constitution and by-laws the Corporation is referred to as "the church" or "the congregation".

All income of the Corporation shall be applied to charitable or religious purposes only. Any business that is carried on must be done for the furtherance of the cause of the Christian religion and for the general welfare of the community, and not for profit.

FOURTH: The doctrine of this congregation is:

(a) A belief in the grace of the Lord and Savior, Jesus Christ, the love of God, and the fellowship of the Holy Spirit which forms the basic part of our faith in the triune God.

(b) A recognition of the Holy Scriptures of the Old and New Testaments as the Word of God and the ultimate rule of Christian faith and practice.

(c) The acceptance of the Heidelberg Catechism, Luther's Catechism and the Augsburg Confession as authoritative interpretations of the essential truth taught in the Holy Scriptures.

Wherever these doctrinal standards differ, ministers and members, in accordance with the liberty of conscience inherent in the Gospel, are allowed to adhere to the interpretation of one of these confessions. However, in each case the final norm is the Word of God.

FIFTH: The congregation is allowed freedom of worship. The forms and order of worship that are set forth in the Book of Worship and in The Hymnal approved by the General Synod of said denomination shall be followed as accepted norms.

The Lord's Day and the festivals and seasons of the Church Year shall be observed with appropriate services in the House of God.

The sacraments, which are Holy Baptism and the Lord's Supper (Holy Communion), and rites, which are Confirmation, Ordination, Consecration, Marriage and Burial, shall be administered only by an ordained minister.

SIXTH: The supreme legislative and administrative power of the Corporation is vested in the said congregation itself, assembled in meeting duly and legally called as provided for in the by-laws of the Corporation. The Corporation shall have an annual meeting and such other meetings as are provided for in its by-laws. One-tenth of the communicant members shall constitute a quorum.

It shall be the prerogative of the congregational meeting to decide such questions as the buying and selling of real property, the call of a pastor, the direction of the work of the Corporation, building projects, or extensive repairs of church property. For the transaction of other business the administration of the Corporation is entrusted to the consistory chosen and composed as provided for in the by-laws.

SEVENTH: All members of the Corporation must be communicant members in good and regular standing and of legal age.

Communicant members are persons received by confirmation, letter of transfer, or profession of faith and are in good standing if they:

- (a) Commune at least once a year.
- (b) Attend public worship faithfully.
- (c) Contribute time, abilities and possessions regularly to the support of the Church.

If a member neglects any of the above obligations to God and Church, he shall be admonished and disciplined by the Spiritual Council as defined under the duties of the Spiritual Council.

Only communicant members in good and regular standing can represent the Corporation on the consistory or hold any office in auxiliary organizations or committees.

EIGHTH: The congregation shall be represented, advised and spiritually guided by a minister or ministers. Ministers of this congregation shall be members of the Evangelical and Reformed Church, called by Christ to the Ministry of the Word, ordained and consecrated by prayer and the laying on of hands, to preach the Gospel, to exercise pastoral oversight, and to administer the Holy Sacraments and Rites.

The congregation shall elect only a minister who has been recommended or approved by the Placement Committee of the Synod of said denomination. The consistory, at the recommendation of the Pulpit Committee, shall nominate one approved candidate for the pastorate to be voted upon by the congregation. The congregation shall consider only this candidate and vote by closed ballot. His election shall be by majority vote of those members present and voting. The election shall be conducted by the President of the Synod, or his appointed representative. If the candidate is elected, the consistory shall then tender him a Call, according to the form prescribed by the General Synod of said denomination. The Call, when accepted by the newly elected Pastor, must be confirmed by the Synod or the Synodical Council.

The minister shall devote his time and his talents to the advancement of the Kingdom of God on earth. He should be as free as possible to do those spiritual tasks for which he is particularly prepared and called by God. He shall cooperate in the work of the Church at large and shall fulfill such duties as the Synod, or the General Synod, may require of him. He shall be a member of the Church Pension Fund.

The minister shall hold as a "privileged communication" any confidence or information of a confessional nature given him in the course of his pastoral offices.

NINTH: Other people responsible for the operation of the corporation formed by said congregation and responsible to it are:

(a) Commissioned workers, who may be called to full-time service by the congregation when deemed necessary for the general spiritual welfare of the congregation and to promote more adequately the entire program of the Church. Commissioned workers shall be called to full-time

service in the Corporation through the same procedure as pertains to a minister.

(b) Elders, who are communicant members in good and regular standing of the Church, called by God, chosen by the congregation and ordained and installed to their office, to assist and support the pastor in the spiritual affairs of the Church. Elders shall take heed to themselves that they may be examples unto others. They shall watch faithfully over the spiritual interests of the congregation, maintain order in the House of God, aid in visiting the sick, and minister according to their ability to the edification and comfort of all the members. The manner of election, term of office, rights and duties are defined in the by-laws.

(c) Deacons, who are communicant members in good and regular standing of the Church, called by God, chosen by the congregation and ordained and installed to their office, to aid in the material and practical affairs of the Church. Deacons shall likewise take heed to themselves that they may be examples unto others, for though the office of Deacon may be occupied with outward and temporal things, it none the less requires virtues and merits of true spiritual quality. Deacons shall aid in securing the funds necessary for the support of the Church and assist in promoting the activities and program, as well as fostering the principles of stewardship and dispensing the charity of the Church. The manner of election, term of office, rights and duties are defined in the by-laws.

TENTH: The administration of this Corporation shall be in charge of a Spiritual Council and a Consistory.

The Spiritual Council shall consist of the pastor, or pastors, and the acting elders of the congregation. It shall have original jurisdiction in matters of discipline except in the case of the pastor. It shall provide the elements for the Lord's Supper and aid in their preparation and, when requested by the pastor, serve at the Lord's Table. It shall admit members into full communion and, upon request, issue let-

ters of transfer to members in good and regular standing and admonish those who may err in the faith or offend in morals. Three-fourths of the members shall constitute a quorum.

The Consistory shall be composed of the minister, or ministers, and the elders and deacons, and shall have jurisdiction and oversight of the Corporation and all its organizations, and shall transact the business of the Church. The ministers shall have no vote on consistory action but shall serve as advisors and guides in all matters. It shall organize as provided for in the by-laws and the officers of the consistory shall be the officers of the Corporation. The consistory shall meet in regular session each month as provided for in the by-laws. One-half of the members of the consistory shall constitute a quorum.

The consistory shall elect annually a delegate and an alternate delegate to represent the Corporation in Synod, preferably the President of the congregation and one of the other elders.

The consistory itself shall serve as the Trustees of the Corporation.

ELEVENTH: The property of the Corporation, whether real or personal, and all monies and legacies, shall be under the care and control of the consistory, who shall hold the property as a sacred trust for the Corporation and keep the church edifice and other buildings belonging to the Corporation in proper repair and adapted for uses it approves. All equipment purchased, made or given for use in the church shall be the property of the entire Corporation.

The congregation, in its corporative name, shall be authorized and capable in law of acquiring, selling and conveying, mortgaging and leasing such church buildings, parsonage, lands, tenements, rents, franchises and hereditaments as shall be required to carry out the purposes of the congregation and shall further be authorized to issue bonds, upon the recommendation of the consistory approved by a majority of the church membership at a regular or special meeting duly convened upon proper notice as provided in the by-laws of the congregation.

In case of a division in the membership, both parties shall submit the question of the right of the property to the Synod of said denomination and the decision of said judicatory shall be binding on all members of the Corporation. In case of a dissolution of the Corporation, the title to all property shall vest in the Evangelical and Reformed Church.

TWELFTH: All organizations of the church are subordinate to the consistory and are directly responsible to that body and shall report at each regular meeting of the consistory through the chairman of the proper standing committee, unless otherwise requested by the consistory.

THIRTEENTH: There shall be a centralized treasury for the Corporation. All schools and organizations of the church shall deposit all monies, except a petty cash fund, with the treasurer of the church who shall issue receipts for the same. The treasurer shall deposit all monies which are received by him in a bank or banks designated by the consistory. The treasurer of the Corporation shall write all checks for the entire church as provided for in the adopted constitution.

FOURTEENTH: The duration of the Corporation shall be perpetual.

FIFTEENTH: The postoffice address of the principal office of the Corporation in this State is 14 Marbern Road, Hagerstown, Maryland. The resident agent of the Corporation is Donald P. Flick, whose post-office address is 14 Marbern Road, Hagerstown, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 15th day of February, 1957.

Lionel E. Sellman, Sr. (SEAL)
Lionel E. Sellman, Sr.

W. Davis DeLauder (SEAL)
W. Davis DeLauder

M. F. Strickler (SEAL)
M. F. Strickler

Hazel E. Naugle (SEAL)
Hazel E. Naugle

Joseph C. Neikirk (SEAL)
Joseph C. Neikirk

Witness:

Anna C. Delosier
Anna C. Delosier

Luther B. Sweigert (SEAL)
Luther Sweigert

Leonard W. Hughes (SEAL)
Leonard Hughes

William T. Robinson (SEAL)
William T. Robinson

J. Walter Selsler (SEAL)
J. Walter Selsler

Witness:

Anna C. Delosier
Anna C. Delosier

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 15th day of February, 1957, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Lionel E. Sellman, Sr., W. Davis DeLauder, M. F. Strickler, Hazel E. Naugle, Joseph C. Neikirk, Luther Sweigert, Leonard Hughes, William T. Robinson and J. Walter Selser and severally acknowledged the foregoing Articles of Incorporation to be their act and deed.

IN WITNESS my hand and Notarial Seal.

My commission expires: May 6, 1957

Anna C. Delosier
Notary Public
Anna C. Delosier

ARTICLES OF INCORPORATION

OF

CHURCH OF THE HOLY TRINITY, EVANGELICAL
AND REFORMED

STATE OF MD.
WASHINGTON C
RECEIVED FOR

JUL 5 12 20 PM 1957

LIBER FOR
CORPORATE LEDGER
WASHINGTON SWYDE

approved and received for record by the State Tax Commission of Maryland,
February 25, 1957 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 8153

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber *F-26*, folio *103*, one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$..... Recording fee paid \$.....*16.00*.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.

Robert W. [Signature]
Secretary

WASHINGTON COUNTY BEER DRIVERS
AND HELPERS ASSOCIATION, INC.
(Recorded July 5, 1957 at 12:20 P.M. Liber 77)
THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Owen H. Williamson, whose post office address is 135 Elm Street, Hagerstown, Maryland; Rollan T. Myers, whose post office address is 524 Chestnut Street, Hagerstown, Maryland; Martin Kelly, Jr., whose post office address is 1010 South Potomac Street, Hagerstown, Maryland; James Kershner, whose post office address is Route 3, Hagerstown, Maryland; Samuel Younker, whose post office address is 38½ Avalon Avenue, Hagerstown, Maryland; and Charles I. Smith, whose post office address is 309 Reynolds Avenue, Hagerstown, Maryland, all being of legal age, do, under and by virtue of the General Laws of the State of Maryland, authorizing the formation of Corporations, associate ourselves with the intention of forming a corporation.

SECOND: The name of the Corporation (hereinafter called "Corporation") is:

WASHINGTON COUNTY BEER DRIVERS AND HELPERS ASSOCIATION, INC.

THIRD: The purposes for which the Corporation is formed and business or objects to be carried on and promoted by it are as follows:

(a) To bring about a closer relationship among the drivers and helpers engaged in the distribution of beer in Washington County, Maryland, and to establish a central responsible body representatives of said beer drivers and helpers.

(b) To promote and extend the welfare of the beer drivers and helpers of Washington County, Maryland, by means of co-operative study, co-ordinated planning and joint action.

(c) To provide facilities for securing concerted action by all drivers and helpers in matters of common interest.

(d) To promote the sale and use of beer and foster good will on the part of the public toward the beer industry.

(e) To develop a program of action and business usage consistent with the very best practices of a trade association, self-

regulation and constructive action.

(f) To co-operate whenever and wherever possible with other branches of the industry and with trades allied to the brewing industry and with the public.

(g) To foster a spirit of good will among the members of the Corporation and to promote ethical practices in their relationship with each other, their employers and the public.

(h) To buy, sell, lease, hold or improve, mortgage, pledge or otherwise encumber real estate.

(i) To carry on any other business therewith which may seem to the Corporation to be calculated directly or indirectly to effectuate the aforesaid objects, or any of them, or to facilitate in the transaction of its aforesaid business, or any part thereof, or in the transaction of any other business that may be calculated, directly or indirectly to enhance the value of its property and rights, not contrary to the Laws of the State of Maryland, or any other State in which the Corporation carries on business. The said Corporation shall enjoy and exercise all the powers and rights conferred by statutes upon the Corporation and the enumeration of the specific powers in this certificate of corporation are in furtherance of and not in limitation of the general powers conferred by Law.

FOURTH: The post office address of the place to which the Corporation in the State will be located is 804 Washington Avenue, Hagerstown, Maryland, the resident agent of the Corporation is James Kershner, whose post office address is Rt. 3, Hagerstown, Maryland, said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation shall have six (6) Directors and Owen Williamson, Rollan T. Myers, Martin Kelly, Jr., James Kershner, Samuel Younker and Charles Smith shall act as such until their successors are duly chosen and qualified.

SIXTH: The Corporation shall not have capital stock and the management and control of the Corporation shall be vested in the Board of Directors who shall be selected by the members of the Corporation as defined in the By-Laws in the manner provided therein.

SEVENTH: The duration of the Corporation shall be perpetual, WITNESS our hands and seals this 27th day of November, A.D., 1956.

Witness:

<u>Killy J. Kome</u>	<u>Owen H. Williamson</u> (SEAL) Owen H. Williamson
<u>Killy J. Kome</u>	<u>Rollan T. Myers</u> (SEAL) Rollan T. Myers
<u>Killy J. Kome</u>	<u>Martin Kelly, Jr.</u> (SEAL) Martin Kelly, Jr.
<u>Killy J. Kome</u>	<u>James Kershner</u> (SEAL) James Kershner
<u>Killy J. Kome</u>	<u>Samuel Younker</u> (SEAL) Samuel Younker
<u>Killy J. Kome</u>	<u>Charles I. Smith</u> (SEAL) Charles I. Smith

STATE OF MARYLAND, WASHINGTON COUNTY, To-wit:

I HEREBY CERTIFY, That on this 27th day of November, A.D., 1956, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Owen Williamson, Rollan T. Myers, Martin Kelly, Jr., James Kershner, Samuel Younker and Charles I. Smith, and did each acknowledge the foregoing Articles of Incorporation to be their respective act and deed.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my official Notarial Seal the day and date last above written.

Samuel E. Kellar
Notary Public

My commission expires May 6, 1957.



OF MD.
WASHINGTON COUNTY
RECORDED FOR RECORD
FOLIO
7 12 22 PM '57
MARTIN O'NEILL
K SWYDER
CLERK

ARTICLES OF INCORPORATION
OF
WASHINGTON COUNTY BEER DRIVERS AND HELPERS ASSOCIATION, INC.

approved and received for record by the State Tax Commission of Maryland,
February 20, 1957 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 8103

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber *F-25*, folio *403*, one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.



AS WITNESS my hand and seal of the said Commission at Baltimore.

[Handwritten Signature]
Secretary

Recorded July 18, 1957 at 9:03 A.M. Liber 7

JOE'S LIQUORS, INC.

ARTICLES OF INCORPORATION

(Under Section 4)

FIRST: We, the Undersigned, Richard H. Sweeney, whose post office address is 131 South Prospect Street, Hagerstown, Maryland, W. Warren Stultz, whose address is 121 Manse Road, Hagerstown, Maryland, and Lois F. Whisner, whose post office address is 225 Belview Avenue, Hagerstown, Maryland, each being at least twenty one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation is JOE'S LIQUORS, INC.

THIRD: The purposes for which the Corporation is formed and the business or objects to be carried on and promoted by it are as follows:

(1) To buy and sell at wholesale or retail any and every type of beverages, alcoholic or non alcoholic, in bottles, cans, kegs or containers of any kind or description.

(2) To bottle, package, blend or otherwise process and manufacture beverages of every kind and description.

(3) To acquire the good-will, rights and property and to undertake the whole or any part of the assets or liabilities of any person, firm, business, association or corporation; to pay for the same in cash, the stock of this corporation, bonds, or otherwise; to hold or in any manner to dispose of the whole or any part of the property so acquired, to exercise all the powers necessary or convenient in and about the conduct and management of such business.

(4) To apply for, purchase or in any manner to acquire and to hold or use or operate or sell or in any manner dispose of and to grant license or other rights in respect of and in any manner deal with any and all rights,

inventions, improvements and processes used in connection with or secured under licenses, patent or copyrights of the U.S. or other countries, or otherwise, and to work, operate or develop the same and to carry on business, manufacturing, or otherwise which may be deemed to directly or indirectly effectuate these objects or any of them.

(5) To manufacture or to purchase or acquire in any lawful manner, and to hold, own, mortgage, pledge, sell, rent, transfer or in any manner dispose of and to deal and trade in goods, wares, merchandise and property of any and every class and description and in any part of the world.

(6) To guarantee, purchase, hold, sell, assign, transfer, mortgage, pledge, or otherwise dispose of the shares of the capital stock of or any bonds, securities, or other evidences of indebtedness issued or created by any other corporation or corporations of this state or any other state, country, nation or government, and while owner of said stock, to exercise all of the rights, powers, and privileges of ownership, including the right to vote thereon to the same extent as natural persons might or could do.

(7) To enter into, make or perform contracts of every kind and with any persons, firm, association or corporation, municipal body politic, county, territory, state, national government, or colony or dependency thereof, and without limits as to amount, to draw, make, accept, endorse, discount its own paper, execute and issue promises, any notes, drafts, bills of exchange, warrants, bonds, mortgages, debentures, and other negotiable or transferable instruments and evidences of indebtedness, whether secured by mortgage or otherwise as well as to secure the same by mortgage or otherwise, so far as may be permitted by the laws of the State of Maryland.

(8) In general to carry on any lawful business and to have and exercise all powers conferred by the General Laws of the State of Maryland upon corporations formed thereunder and to exercise and enjoy all powers, rights and privileges granted to or conferred upon corporations of this character by said General Laws now or hereafter in force; the enumeration of certain powers as herein specified not being intended to exclude any such other powers, rights and privileges.

FOURTH: The post office address of the principal office of the Corporation in this State is 19 North Jonathan Street, Hagerstown, Maryland. The name and post office address of the resident agent of the Corporation in this State is: Richard H. Sweeney, 131 South Prospect Street, Hagerstown, Maryland, who is a citizen of Maryland and actually resides therein.

FIFTH: The total amount of authorized capital stock of the Corporation is One Hundred Thousand (\$100,000.00) Dollars per value divided into Ten Thousand (10,000) Shares of the par value of Ten (\$10.00) Dollars per share.

SIXTH: The number of directors of the Corporation shall be three (3) which number may be increased or decreased pursuant to the by laws of the Corporation, but shall never be less than three; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are Richard H. Sweeney, W. Warren Stultz and Lois F. Whisner.

SEVENTH: The duration of this Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on March , 1957.

- 1. Richard H. Sweeney
Richard H. Sweeney
- 2. W. Warren Stultz
W. Warren Stultz
- 3. Lois F. Whisner
Lois F. Whisner

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, THAT on this 12th day of March A.D. 1957, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared Richard H. Sweeney, W. Warren Stultz and Lois F. Whisner and severally acknowledged the foregoing Articles of Incorporation to be their act and deed.

WITNESS My hand and official Notarial Seal.

Margaret J. Greene
Notary Public



My Comm. expires: May 6, 1957

ARTICLES OF INCORPORATION
OF
JOE'S LIQUORS, INC.

approved and received for record by the State Tax Commission of Maryland,
March 13, 1957 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

JUL 18 9 03 AM '57

LIBRARY
G. MERLIN SWYDER
CLERK

A 8357

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F - 28, folio 386, one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.



AS WITNESS my hand and seal of the said Commission at Baltimore.

[Signature]
Secretary

Recorded July 18, 1957 at 9:03 A.M. Liber 7

ZION EVANGELICAL AND REFORMED CHURCH
OF HAGERSTOWN, MARYLAND

ARTICLES OF AMENDMENT

THIS IS TO CERTIFY:

FIRST: That the Charter of Zion Evangelical and Reformed Church of Hagerstown, Maryland, a Maryland corporation having its principal office in Hagerstown, Washington County, Maryland (hereinafter called the Corporation), is hereby amended by striking out Article 2, Section 1 of the Articles of Incorporation and inserting in lieu thereof the following:

Article 2, Section 1 - The officers of this congregation shall be a pastor, nine elders and nine deacons and shall be persons of twenty-one years of age or over.

SECOND: That the Charter of the Corporation is hereby amended by striking out Article 3, Section 3 of the Articles of Incorporation and inserting in lieu thereof the following:

Article 3, Section 3 - An election of three elders and three deacons shall be held annually at a congregational meeting to be held during the months of May or June of each year at such time during said months as shall be decided upon by the Consistory. Elders shall hold office for terms of three years and deacons for terms of three years. Elders shall be ineligible for re-election to the office of elder after serving two full consecutive terms after May 1st, 1955, and deacons shall be ineligible for re-election to the office of deacons after serving two full consecutive terms. After being out of office at least one year, elders shall again be eligible for election to the office of elder and deacons will then be eligible for election to the office of deacon.

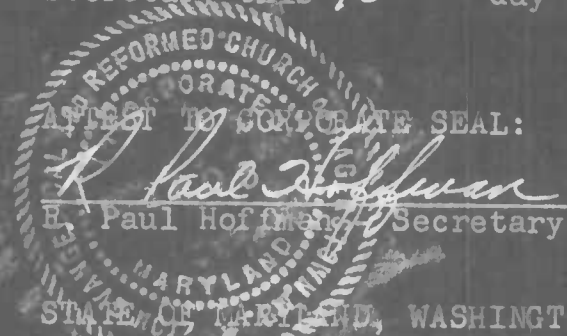
THIRD: That the Charter of the Corporation is hereby amended by striking out Article 3, Section 3(a) of the Articles of Incorporation and inserting in lieu thereof the following:

Article 3, Section 3(a) - At the first election after the adoption of this amended constitution, the congregation shall elect five elders, three to serve for three years, one to serve for two years, and one to serve for one year.

FOURTH: That the Consistory of Zion Evangelical and Reformed Church of Hagerstown, Maryland at a meeting duly convened and held on the 20th day of January, 1957, duly advised the amendments of the Charter of the Corporation hereinabove set forth by passing a resolution declaring that said amendments are advisable and calling a meeting of the members of the congregation to take action thereon.

FIFTH: That the meeting of the members of the congregation called by the Consistory of the Corporation as aforesaid and duly warned in manner provided by law was held at Hagerstown, Maryland on February 10, 1957 and at said meeting the members of the congregation unanimously adopted the amendments of the Charter of the Corporation hereinabove set forth.

IN WITNESS WHEREOF, Zion Evangelical and Reformed Church of Hagerstown, Maryland has caused its corporate name to be signed hereto by its President and its corporate seal affixed duly attested by its Secretary this 15th day of March, 1957.



ZION EVANGELICAL AND REFORMED CHURCH OF HAGERSTOWN, MARYLAND

BY Robert W. Delp
Robert W. Delp - President

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 15th day of March, 1957, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Robert W. Delp, President of Zion Evangelical and Reformed Church of Hagerstown, Maryland, and in the name and on behalf of the said Corporation acknowledged the foregoing Articles of Amendment to be the corporate act of said Corporation; and at the same time personally appeared R. Paul Hoffman and made oath in due form of law that he was the Secretary of the meeting of the members of the Corporation at which the amendments of the Charter of the Corporation set forth in said Articles of Amendment were adopted and that the matters and facts set forth in said Articles of Amendment are true to the best of his knowledge, information and belief.

WITNESS my hand and Notarial Seal.

My commission expires: May 6, 1957

Anna C. Selosier
Notary Public

LIBER
G. MICHAEL SAYER
CLERK
JUL 18 9 03 AM '57
STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
ZION

ARTICLES OF AMENIMENT
OF

ZION EVANGELICAL AND REFORMED CHURCH OF HAGERSTOWN, MARYLAND

approved and received for record by the State Tax Commission of Maryland,
March 19, 1957 at 9:00 o'clock A.M. as in conformity
with law and ordered recorded.

A 8440

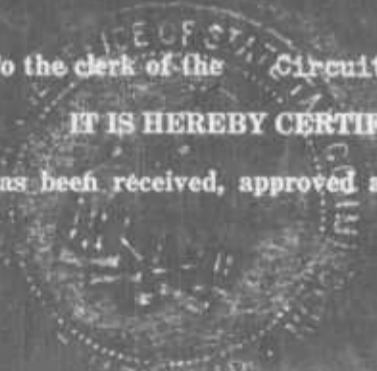
APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-29, folio 272, one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$..... Recording fee paid \$ 10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.



AS WITNESS my hand and seal of the said Commission at Baltimore.

[Signature]
Secretary

E. B. BOWERS & SONS, INC.

ARTICLES OF AMENDMENT

E. B. BOWERS & SONS, INC., A MARYLAND CORPORATION HAVING ITS PRINCIPAL OFFICE AT 2111 VIRGINIA AVENUE, HAGERSTOWN, MARYLAND, WASHINGTON COUNTY, HEREINAFTER CALLED THE CORPORATION, HEREBY CERTIFIES TO THE STATE TAX COMMISSION OF MARYLAND, THAT:

FIRST: THE CHARTER OF THE CORPORATION IS HEREBY AMENDED BY STRIKING OUT SECTION SECOND OF THE ARTICLES OF INCORPORATION AND INSERTING IN LIEU THEREOF THE FOLLOWING: "THE NAME OF THE CORPORATION (WHICH IS HEREINAFTER CALLED THE CORPORATION) IS BOWERS & BOWERS INC."

SECOND: THE BOARD OF DIRECTORS OF THE CORPORATION AT A MEETING DULY CONVENED AND HELD ON FEBRUARY 2, 1957, ADOPTED A RESOLUTION IN WHICH WAS SET FORTH THE FOREGOING AMENDMENT TO THE CHARTER, DECLARING THAT THE SAID AMENDMENT OF THE CHARTER WAS ADVISABLE AND DIRECTING THAT IT BE SUBMITTED FOR ACTION THEREON AT A SPECIAL MEETING OF THE STOCKHOLDERS OF THE CORPORATION TO BE HELD ON THE SAME DAY IMMEDIATELY FOLLOWING THE DIRECTORS MEETING PURSUANT TO A WRITTEN WAIVER OF NOTICE DATED FEBRUARY 2, 1957, FILED WITH THE RECORDS OF THE MEETING AND SIGNED BY ALL THE STOCKHOLDERS ENTITLED TO NOTICE WHO WERE IN FACT ALL THE STOCKHOLDERS OF ALL THE SHARES OF STOCK ENTITLED TO VOTE AND WHO UNANIMOUSLY CONSENTED TO SAID MEETING.

THIRD: PURSUANT TO SAID WRITTEN WAIVER OF NOTICE AS AFORESAID, SAID STOCKHOLDERS MEETING WAS HELD WITH ALL STOCKHOLDERS ENTITLED TO VOTE THEREON PRESENT IN ATTENDANCE.

FOURTH: THE AMENDMENT TO THE CHARTER OF THE CORPORATION AS HEREINABOVE SET FORTH WAS UNANIMOUSLY APPROVED AT SAID MEETING BY ALL THE STOCKHOLDERS OF THE CORPORATION ENTITLED TO VOTE THEREON.

FIFTH: THE AMENDMENT OF THE CHARTER OF THE CORPORATION AS HEREINABOVE SET FORTH HAS BEEN DULY ADVISED BY THE BOARD OF DIRECTORS AND APPROVED BY THE STOCKHOLDERS OF THE CORPORATION.

IN WITNESS WHEREOF, E. B. BOWERS & SONS, INC. HAS CAUSED THESE PRESENTS TO BE FILED IN ITS NAME AND ON ITS BEHALF BY ITS PRESIDENT AND ITS CORPORATE SEAL TO BE HEREUNTO AFFIXED AND ATTESTED BY ITS SECRETARY ON FEBRUARY 2, 1957.

CORPORATE SEAL:

E. B. BOWERS & SONS, INC.

By E. B. Bowers
E. B. BOWERS, PRESIDENT

ATTEST: Ralph W. Bowers, Jr.
RALPH W. BOWERS, SECRETARY

STATE OF MARYLAND, COUNTY OF WASHINGTON, TO-WIT:

I HEREBY CERTIFY, THAT ON FEBRUARY 2, 1957 BEFORE ME, THE SUBSCRIBER, A NOTARY PUBLIC OF THE STATE OF MARYLAND IN AND FOR THE COUNTY OF WASHINGTON, PERSONALLY APPEARED E. B. BOWERS, PRESIDENT OF E. B. BOWERS & SONS, INC., A MARYLAND CORPORATION, AND IN THE NAME AND ON BEHALF OF SAID CORPORATION ACKNOWLEDGED THE FOREGOING ARTICLES OF AMENDMENT TO BE THE CORPORATE ACT OF SAID CORPORATION; AND AT THE SAME TIME PERSONALLY APPEARED RALPH W. BOWERS AND MADE OATH IN DUE FORM OF LAW THAT HE WAS SECRETARY OF THE MEETING

OF THE STOCKHOLDERS OF SAID CORPORATION AT WHICH THE AMEND-²³⁹
MENT OF THE CHARTER OF THE CORPORATION THEREIN SET FORTH WAS
APPROVED, AND THAT THE MATTERS AND FACTS SET FORTH IN SAID
ARTICLES OF AMENDMENT ARE TRUE TO THE BEST OF HIS KNOWLEDGE,
INFORMATION AND BELIEF.

WITNESS MY HAND AND NOTARIAL SEAL THE DAY AND YEAR
LAST ABOVE WRITTEN.



Sara Hopkins
NOTARY PUBLIC

MY COMMISSION EXPIRES:
MAY 6, 1957

ARTICLES OF AMENDMENT
OF
E. B. BOWERS & SONS, INC.
changing its name to
BOWER & BOWERS INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

JUL 18 9 03 AM '57

G. MERLIN SWYLER
CLERK

239

approved and received for record by the State Tax Commission of Maryland,
March 4, 1957 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 8253

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber *F-27*, folio *370*, one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$..... Recording fee paid \$ 10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.

James W. ...
Secretary

Recorded July 18, 1957 at 9:03 A.M. Liber 7
THE C. & S. VOGUE CLEANERS CORPORATION

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: We, the undersigned, Archie David Clapper, whose post office address is 2023 Virginia Avenue, Hagerstown, Maryland; Melvin Eugene Stettler, whose post office address is 2023 Virginia Avenue, Hagerstown, Maryland; and Wilmer Ezra David Kretzer, Jr., whose post office address is 820 Marion Street, Hagerstown, Maryland, each being over the age of twenty-one (21) years, do hereby associate ourselves as incorporators, with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the corporation) is The C. & S. Vogue Cleaners Corporation.

THIRD: The purpose for which the Corporation is formed are as follows:

To operate a dry cleaning, alterations, fur glazing, fur storage, clothing rental, general laundry and pressing establishment.

To own, buy, sell, mortgage, lease and develop either as principal or agent, real estate for any use and to operate and manage as principal or agent real estate of all types and do all things necessary to the management, development or ownership of real property.

To purchase, hold, issue, and reissue, shares of its own capital stock or the stock, good will, rights and property, in whole or in part, of any person, firm, association or corporation.

To purchase or otherwise acquire, hold, mortgage, sell, transfer or in any manner deal with goods, wares, merchandise, securities and all other personal property, tangible and intangible, of every kind and nature.

The foregoing enumeration of the purposes and objects and business of the Corporation is made in furtherance and not in limitation of the powers conferred upon the Corporation by law, and is not intended by the mention of any particular purpose, object or business in any manner to limit or restrict the generality of any other purpose, object or business or to limit or restrict any of the powers of the Corporation.

FOURTH: The post office address of the principal office of the Corporation in Maryland is 2023 Virginia Avenue, Hagerstown, Washington County, Maryland. The name and post office address of the resident agent of the Corporation in this State is Archie David Clapper, 2023 Virginia Avenue, Hagerstown, Washington County, Maryland. Said resident agent is an individual actually residing in this State.

FIFTH: The total amount of stock of all classes which the Corporation has authority to issue is One Thousand (1,000) shares, of which Five Hundred

(500) shares are Class A - Common stock with par value of One Hundred Dollars (\$100.00) each, for a total of Fifty Thousand Dollars (\$50,000.00) and Five Hundred (500) shares of Class B-Common stock with par value of One Hundred Dollars (\$100.00) per share. 241

The following is a description of each class of stock of the Corporation, with preferences, voting powers, restrictions, limitations, and qualifications of each class:

A. The Class A - Common Stock shall be non-voting stock but in all other respects shall have all the power, rights, and attributes usually given to common stock.

B. The Class B - Common Stock shall have all powers, rights, and attributes usually given to common stock and shall have voting rights of one vote for each share held.

SIXTH: The number of directors or incorporations shall be at least three in number, and this number may be increased pursuant to the by-laws of the Corporation, and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are; Archie David, Clapper, Melvin Eugene Stettler and Wilmer Ezra David Kretzer, Jr.

SEVENTH: The following provisions are hereby adopted for the purpose of defining and limiting and regulating the powers of the Corporation and of the directors and stockholders;

A. The board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the by-laws of the Corporation.

B. No contract or other transaction between this Corporation and any other corporation, and no acts of this Corporation shall in any way be affected or invalidated by the fact that any of the Directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of such other corporation. Any directors individually or any firm of which any director may be a member may be a party to or may be pecuniarily or otherwise interested in any contract or transaction of this Corporation, provided that the fact that he or she or such firm so interested shall be disclosed or shall have known to the Board of Directors, or a majority thereof; and any director of this Corporation who is also a director or officer of such other Corporation, or who is so interested, may be counted in determining the existence of a quorum of any meeting of the board of directors of this

Corporation, which shall authorize any such contract or transaction with like force and effect as if he were not such director or officer of such other corporation or not so interested.

EIGHTH: The corporation reserves the right to amend, alter, or repeal any provisions contained in this Certificate of Incorporation in the manner now or hereafter prescribed by the Statutes of Maryland and all rights and powers conferred on directors and stockholders herein are granted subject to this reservation.

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WE, THE UNDERSIGNED, for the purpose of forming a corporation under the laws of the State of Maryland, do make, file and record this Certificate, and do certify that the facts herein stated are true, and we have accordingly hereunto set our respective hands and seals.

Dated at Hagerstown, Maryland

March 4, 1957


Archie David Clapper
.....
Melvin Eugene Stettler
.....
Wilmer Ezra David Kretzer, Jr.
.....

State of Maryland

County of Washington

BE IT REMEMBERED, that on this 4th day of March, 1957, personally appeared before me Vincent Edward Heyworth, a Notary Public, State of Maryland, Archie David Clapper, Melvin Eugene Stettler and Wilmer Ezra David Kretzer, Jr., parties to the foregoing Certificate of Incorporation, known to me personally to be such, and I having first made known to them and each of them the contents of said Certificate, they did each severally acknowledge that they signed, sealed and delivered the same as their voluntary act and deed, and each deposed that the facts therein stated were truly set forth.

GIVEN under my hand and seal of office the day and year aforesaid.

.....
Notary Public


ARTICLES OF INCORPORATION
OF
THE C. & S. VOGUE CLEANERS CORPORATION

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
JUL 18 9 03 AM '57

HELEN F. SINDY
CLERK

approved and received for record by the State Tax Commission of Maryland,
March 7, 1957 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 8324

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-28, folio 217, one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$...20.00..... Recording fee paid \$..10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.

[Signature]
Secretary

Recorded July 18, 1957 at 9:03 A.M. Liber 7

J AND R TRANSPORTATION CO., INC.

ARTICLES OF INCORPORATION

FIRST: WE, THE UNDERSIGNED, Robert D. Broderick, whose post office address is 1120 Carroll Heights Boulevard, Hagerstown, Maryland; L. Ilene Broderick, whose post office address is 1120 Carroll Heights Boulevard, Hagerstown, Maryland; and Roland C. Ready, whose post office address is Second National Bank Building, Hagerstown, Maryland, each being at least twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is J and R Transportation Co., Inc.

THIRD: The purpose or purposes for which the Corporation is formed and the business or objects to be carried on and promoted by it are as follows:

(a) To engage in the operation of buying motor tractors and leasing the same to various transportation companies.

(b) To operate gasoline service or filling stations and to carry and sell a line of automobile accessories in connection therewith.

(c) To purchase, lease or otherwise acquire real estate, machinery, manufacturing equipment, tools, and other personal property and to own, hold, lease, sell and convey, exchange, incur by mortgage, deed of trust, and otherwise dwell in, utilize or dispose of such property, real and personal, as well as any rights, interests, leases, equities, mortgages and options in, upon or affecting any such property, and also to acquire, improve, construct, build, own, operate and maintain, lease, sell buildings, business blocks, retail establishments and other structures

and improvements.

(d) To purchase, acquire, hold, sell, assign, transfer, mortgage, and otherwise dispose of capital stock, bonds, debentures, or other evidences of indebtedness of any individual or any corporation, domestic or foreign, and to exercise all the rights and privileges of ownership including the right to vote thereon and to issue in exchange therefor its own stock, bonds and other obligations, and to aid in any manner any corporation whose stock, bonds, or other obligations are held by this corporation, and to do any other lawful acts or things and to carry all other business which may seem to the corporation to be calculated to effectuate the aforesaid objects or any of them or to facilitate in the transaction of the aforesaid business of any part thereof.

FOURTH: The post office address of the principal office of the Corporation in this State is No. 1120 Carroll Heights Boulevard, Hagerstown, Maryland. The name and post office address of the resident agent of the Corporation in this State is Robert D. Broderick, 1120 Carroll Heights Boulevard, Hagerstown, Maryland. Said resident agent is an individual actually residing in this State.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is 100,000 shares of the par value of One Dollar (\$1.00) a share, all of one class, and having an aggregate par value of One Hundred Thousand (\$100,000.00) Dollars.

SIXTH: The number of directors of the Corporation shall be three (3), which number may be increased pursuant to the by-laws of the Corporation, but shall never be less than three; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are

Robert D. Broderick, L. Ilene Broderick and Roland C. Ready.

SEVENTH: The Board of directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on the 6th day of March, 1957.

WITNESS:

Margaret E. Soucy
Margaret E. Soucy

Robert D. Broderick
Robert D. Broderick
L. Ilene Broderick
L. Ilene Broderick
Roland C. Ready
Roland C. Ready

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on the 6th day of March, 1957, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Robert D. Broderick, L. Ilene Broderick and Roland C. Ready, and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Notarial Seal, the day and year last above written.



Margaret E. Soucy
Notary Public

My Commission Expires:
May 6, 1957

ARTICLES OF INCORPORATION
OF
J AND R TRANSPORTATION CO., INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

JUL 18 9 03 AM '57

G. MELVIN SWYER
CLERK

approved and received for record by the State Tax Commission of Maryland,
March 7, 1957 at 10:02 o'clock A. M. as in conformity
with law and ordered recorded.

A 8331

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-28, folio 256, one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$...20.00..... Recording fee paid \$...10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.



AS WITNESS my hand and seal of the said Commission at Baltimore.

G. Melvin Swyer
Secretary

Recorded July 18, 1957 at 9:03 A.M. Liber 7

ARTICLES
CERTIFICATE OF INCORPORATION
OF

CUMBERLAND VALLEY FIELD TRIAL ASSOCIATION, INC.

THIS IS TO CERTIFY: That we, the subscribers, William A. Hopkins, Sr., whose post office address is Route #3, Waynesboro, Pennsylvania, Edward P. Mangans, whose post office address is 1609 Cathedral Avenue, Hagerstown, Maryland, and Norman I. Broadwater, whose post office address is 606 Orchard Road, Hagerstown, Maryland, all being of full legal age, do, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a non profit corporation,

FIRST: The name of the corporation (which is hereinafter called the "Corporation") is Cumberland Valley Field Trial Association, Inc.

SECOND: The purposes for which the Corporation is formed and the objects to be promoted by it are as follows:

(1) To foster, expand, perpetuate and direct the practice of training and conducting field trials for bird dogs and the spirit of good fellowship and good sportsmanship among those engaged in field trials and bird hunting.

(2) To encourage and foster the practice of using bird dogs in hunting legal game and to encourage the observance of conservation and obedience and respect of all laws.

(3) To cooperate in every practical way with the association known as the Amateur Field Trial Club of America in the conduct of field trials made by this association.

(4) To conduct field trials among its own members and in competition with others.

(5) And to pursue such other non profitable purposes and objects as may be reasonably related to the objects of this

Corporation.

THIRD: The Corporation shall have the following powers:

(1) To develop and maintain a membership corporation in accordance with the Bylaws of the Corporation.

(2) To adopt, amend, alter and change the Bylaws of the Corporation provided the same do not conflict in any way with this Charter or the Laws of the State of Maryland.

(3) To purchase, own, lease, operate, maintain, sell and convey any and all facilities, equipment and property, both real and personal, reasonably necessary or advisable in order to carry out the purposes and objects of the Corporation, including the right to borrow money and pledge or mortgage any or all of the assets of the Corporation to secure any such loan or loans.

(4) To cooperate with all Departments, Bureaus, Boards, Divisions or Agencies of all branches of governments and any subdivision or branch thereof in the furtherance of the objects for which the Corporation is formed.

(5) The foregoing enumeration of powers, purposes and objects of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law. The Corporation is formed to do and perform each and every act necessary, suitable or proper for the accomplishment of any one of the objects or purposes herein enumerated and in addition, to possess and exercise all rights, powers and privileges conferred upon the Corporation by law.

FOURTH: The post office address of the place in which the principal office of the Corporation in this State will be located is Hagerstown, Maryland. The resident agent of the Corporation is Edward P. Maugans, whose post office address is 1609 Cathedral Avenue, Hagerstown, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation shall have such number of directors as may be, from time to time, specified by the Bylaws of the Corporation, provided however, that there shall not be less than three directors nor more than twelve directors. The names and addresses of those who are to serve as directors until the first annual meeting or until their successors are duly elected and qualified are: William A. Hopkins, Sr., whose post office address is Route #3, Waynesboro, Pennsylvania, Edward P. Maugans, whose

post office address is 1609 Cathedral Avenue, Hagerstown, Maryland, and Norman I. Broadwater, whose post office address is 606 Orchard Road, Hagerstown, Maryland.

SIXTH: The Corporation shall have no capital stock.

SEVENTH: Members shall be admitted, permitted to resign or be removed in such manner as provided by the Bylaws of the Corporation, and each member shall have but one vote.

EIGHTH: This Certificate of Incorporation may be amended by a two-thirds vote of the members at any regular annual meeting or at any meeting duly called therefor.

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed this Certificate of Incorporation this 6th day of March, A.D., 1957.

WITNESS:

William A. Hopkins, Sr. (SEAL)
 William A. Hopkins, Sr.

Margaret E. Soney

Edward P. Maugans. (SEAL)
 Edward P. Maugans

Norman I. Broadwater (SEAL)
 Norman I. Broadwater

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:-

I HEREBY CERTIFY, That on this 6th day of March, 1957, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared William A. Hopkins, Sr., Edward P. Maugans and Norman I. Broadwater, who did each acknowledge that the foregoing Certificate of Incorporation was executed for the purposes therein contained.

WITNESS my hand and Official Notarial Seal.

Margaret E. Soney
 Notary Public

My Commission Expires:

May 6, 1957



ARTICLES OF INCORPORATION
OF
CUMBERLAND VALLEY FIELD TRIAL ASSOCIATION

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

JUL 18 9 03 AM '57

LIBER
G. MERLIN SWINER
CLERK

approved and received for record by the State Tax Commission of Maryland,
March 7, 1957 at 10:31 o'clock A. M. as in conformity
with law and ordered recorded.

A 8351

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-28, folio 336, one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.

[Signature]
Secretary

Recorded July 18, 1957 at 9:03 A.M. Liber 7

ARTICLES OF INCORPORATION
of
HAGERSTOWN AUTOMOTIVE, INC.

* * * * *

FIRST: WE, THE UNDERSIGNED, F. Stanley Saurman, whose post office address is No. 738 Churchville Road, Southampton, Pennsylvania, Jean L. Wilsterman, whose post office address is No. 1213 Morgan Avenue, Drexel Hill, Pennsylvania, and Marie R. Miller, whose post office address is No. 1598 Ormond Avenue, Camden, New Jersey, each being at least twenty-one years of age, do, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves as incorporators with the intention of forming a corporation.

SECOND: The name of the corporation is HAGERSTOWN AUTOMOTIVE, INC.

THIRD: The purposes for which the corporation is formed are:

To buy, sell and generally deal in parts, accessories, supplies and equipment for motor vehicles, boats, aircraft and other similar items, and the replacement, repair and maintenance thereof.

To import, export, manufacture, produce, buy, sell and otherwise deal in and with, goods, wares and merchandise of every class and description.

To engage in and carry on any other business which may conveniently be conducted in conjunction with any of the business of the corporation.

To acquire all or any part of the good will, rights, property and business of any person, firm, association or corporation heretofore or hereafter engaged in any business similar to any business which the corporation has the power to conduct, and to hold, utilize, enjoy and in any manner dispose of the whole or any part of the rights, property and business so acquired, and to assume in connection therewith any liabilities of any such person, firm, association or

corporation.

To apply for, obtain, purchase or otherwise acquire any patents, copyrights, licenses, trade-marks, trade names, rights, processes, formulas, and the like, which may seem capable of being used for any of the purposes of the corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account, the same.

To acquire by purchase, subscription or in any other manner, take, receive, hold, use, employ, sell, assign, transfer, exchange, pledge, mortgage, lease, dispose of and otherwise deal in and with, any shares of stock, shares, bonds, debentures, notes, mortgages or other obligations, and any certificates, receipts, warrants or other instruments evidencing rights or options to receive, purchase or subscribe for the same or representing any other rights or interests therein or in any property or assets, issued or created by any persons, firms, associations, corporations, syndicates, or by any governments or subdivisions thereof; and to possess and exercise in respect thereof any and all the rights, powers and privileges of individual holders.

To aid in any manner any person, firm, association, corporation or syndicate, any shares of stock, shares, bonds, debentures, notes, mortgages or other obligations of which, or any certificates, receipts, warrants or other instruments evidencing rights or options to receive, purchase or subscribe for the same, or representing any other rights or interests therein, are held by or for this corporation, or in the welfare of which this corporation shall have any interest, and to do any acts or things designed to protect, preserve, improve and enhance the value of any such property or interest, or any other property of this corporation.

To guarantee the payment of dividends upon any shares of stock or shares in, or the performance of any contract by, any other corporation or association in which this corporation has an interest, and to endorse or otherwise guarantee the payment of the principal and interest, or either, of any bonds, debentures, notes or other evidences of indebtedness created or issued by any such other corporation or association.

To carry out all or any part of the foregoing objects as principal, factor, agent, contractor, or otherwise,

either alone or through or in conjunction with any person, firm, association or corporation, and, in carrying on its business and for the purpose of attaining or furthering any of its objects and purposes, to make and perform any contracts and to do any acts and things, and to exercise any powers suitable, convenient or proper for the accomplishment of any of the objects and purposes herein enumerated or incidental to the powers herein specified, or which at any time may appear conducive to or expedient for the accomplishment of any of such objects and purposes.

To carry out all or any part of the aforesaid objects and purposes, and to conduct its business in all or any of its branches, in any or all states, territories, districts and possessions of the United States of America and in foreign countries; and to maintain offices and agencies in any or all states, territories, districts and possessions of the United States of America and in foreign countries.

The foregoing objects and purposes shall, except when otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause of this or any other article of these articles of incorporation or of any amendment thereto, and shall each be regarded as independent, and construed as powers as well as objects and purposes.

The corporation shall be authorized to exercise and enjoy all of the powers, rights and privileges granted to, or conferred upon, corporations of a similar character by the General Laws of the State of Maryland now or hereafter in force, and the enumeration of the foregoing powers shall not be deemed to exclude any powers, rights or privileges so granted or conferred.

FOURTH: The post office address of the principal office of the corporation in this State is No. 71 West Lee Street, Hagerstown, Maryland. The name of the resident agent of the corporation in this State is Walter E. Thomas, a citizen of the State of Maryland, actually residing therein, and the post office address of the resident agent is No. 9130 Walden Road, Silver Spring, Maryland.

FIFTH: The total number of shares of stock which the corporation shall have authority to issue is ten thousand (10,000) shares, all of one class, of the par value of Ten Dollars (\$10.00) each and of the aggregate par value of One Hundred Thousand Dollars (\$100,000.00).

SIXTH: All shares of the Common stock of this corporation are subject to the express restriction that they shall not be sold, assigned, hypothecated, pledged, encumbered, distrained or levied upon without first giving to the corporation the right and option to buy such shares of stock for the then book value thereof, such right or option to be exercised within thirty (30) days from the receipt of registered notice from any stockholder to the corporation of the stockholder's intent to sell, assign, hypothecate or pledge any shares of stock or of the possibility that such shares of stock may have been encumbered, distrained or levied upon.

SEVENTH: The number of directors of the corporation shall be three (3), which number may be increased or decreased pursuant to the by-laws of the corporation and shall never be less than three (3). The names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are:

- Avery M. Wingert
- Francis R. Schwarz
- E. N. Lennig, Jr.

EIGHTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the corporation and of the directors and stockholders:

The board of directors of the corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized.

No holder of shares of stock of any class shall be entitled as a matter of right to subscribe for or purchase or receive any part of any new or additional issue of shares of stock of any class or of securities convertible into shares

of stock of any class, whether now or hereafter authorized or whether issued for money, for a consideration other than money or by way of dividend.

Notwithstanding any provision of law requiring a greater proportion than a majority of the votes of all classes or of any class of stock entitled to be cast, to take or authorize any action, the corporation may take or authorize such action upon the concurrence of a majority of the aggregate number of the votes entitled to be cast thereon.

The corporation reserves the right from time to time to make any amendment of its charter, now or hereafter authorized by law, including any amendment which alters the contract rights, as expressly set forth in its charter, of any outstanding stock.

NINTH: The duration of the corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these articles of incorporation on March 21, 1957.

F. Stanley Saurman

(F. Stanley Saurman)

Jean L. Wilsterman

(Jean L. Wilsterman)

Marie R. Miller

(Marie R. Miller)

WITNESS:

Thelma R. Rooke

(Thelma R. Rooke)

STATE OF PENNSYLVANIA :
 : ss:
COUNTY OF PHILADELPHIA :

I HEREBY CERTIFY that on March 21, 1957, before me, the subscriber, a Notary Public of the State of Pennsylvania, in and for the County of Philadelphia, personally appeared F. Stanley Saurman, Jean L. Wilsterman and Marie R. Miller, and severally acknowledged the foregoing articles of incorporation to be their act.

WITNESS my hand and notarial seal or stamp the day and year last above written.

Elizabeth

Notary Public
Notary Public, Philadelphia, Phila. County
My Commission Expires January 6, 1958

ARTICLES OF INCORPORATION
OF
HAGERSTOWN AUTOMOTIVE, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

JUL 19 9 01 AM '57

[Signature]
CLERK

approved and received for record by the State Tax Commission of Maryland,
March 22, 1957 at 10:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 8492

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-29, folio 532, one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 14.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.

[Signature]
Secretary

Recorded July 18, 1957 at 9:04 A.M. Liber 7

ARTICLES OF INCORPORATION
OF
SUN APPLIANCE COMPANY, INC.

This Is To Certify:

FIRST: That we, the subscribers, Norman W. Gerberich, whose post office address is 1029 Main Avenue, Hagerstown, Maryland; Meno E. Gerberich, 305 Reynolds Avenue, Hagerstown, Maryland; Lorenzo H. Johnson, 109 W. Franklin Street, Hagerstown, Maryland; ~~and Curtis L. Hancock, R. F. D. #10, Hagerstown, Maryland;~~ all being at least twenty one years of age, do, under and by virtue of the General Laws of the State of Maryland, authorizing the formation of corporation, associate ourselves with the intention of forming a corporation by the execution and filing of these Articles.

SECOND: That the name of the corporation (which is hereinafter called the Corporation) is

SUN APPLIANCE COMPANY, INC.

THIRD: The purposes for which the Corporation is formed are as follows:

(A) To engage in the manufacture, sale (both retail and wholesale), purchase, importing, and exporting of merchandise and personal property of all manner and description, to act as agents for the purchase, sale and handling of goods, wares, and merchandise of any and all types and descriptions for the account of the corporation or as factor, agent, precurer, or otherwise for or on behalf of another.

(B) In furtherance of the above enumerated powers, the Corporation may engage and sell any and all goods, wares and merchandise on credit and time payments, by lending the capital of the company and such other funds as it may from time to time lawfully acquire upon such personal security or security of personal property as may be agreed upon between the Corporation and the borrowers, including but not limiting Chattel Mortgages, Conditional Sales Contracts, and other lawful means.

(C) To manufacture, purchase or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber or dispose of goods, wares, merchandise, implements, and other personal property or equipment of every kind.

(D) To purchase, lease, or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let, or in any manner encumber or dispose of real property wherever situated.

(E) To purchase, lease, or otherwise acquire, all or any part of the property, rights, business, contracts, good-will, franchises and assets of every kind, of any corporation, co-partnership or individual (including the estate of a decedent), carrying on or having carried on in whole or in part any of the aforesaid businesses or any other businesses that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the

indebtedness and liabilities thereof, and to pay for any such property, rights, business, contracts, good-will, franchises or assets by the issue, in accordance with the laws of Maryland, of stock, bonds, or other securities of the Corporation or otherwise.

(F) To apply for, obtain, purchase, or otherwise acquire, any patents, copyrights, licenses, trademarks, tradenames, rights, processes, formulae, and the like, which might be used for any of the purposes of the Corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account, the same.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this State.

FOURTH: The post office address of the principal office of the Corporation in this state is 125 West Franklin Street, Hagerstown, Maryland. The resident agent of the Corporation is Norman W. Gerberich whose post office address is 1029 Main Avenue, Hagerstown, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock of the Corporation is Ten Thousand (10,000) Shares of the Par Value of Ten (\$10.00) Dollars per share, all of which shares are common stock and having an aggregate par value of One Hundred Thousand (\$100,000.00) Dollars.

SIXTH: The number of directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than three (3); and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are Norman W. Gerberich, Mono E. Gerberich, Lorenzo H. Johnson, and ~~Charles E. Woodford~~.

SEVENTH: The following provision is hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the Directors and Stockholders:

(A) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of

shares of its stock, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized; for such considerations as said Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

EIGHTH: The duration of the Corporation shall be perpetual.

NINTH: The Corporation may enter into contracts or transact business with one or more of its directors or with any firm of which one or more of its directors are members, or with any corporation or association in which one or more of its directors are stockholders, directors or officers, and such contract or transaction shall not be invalidated or in anywise affected by the fact that any such director or directors might have interests therein which are or might be adverse to the interests of this Corporation, even though the vote of the director or directors having such adverse interests shall have been necessary to obligate this Corporation upon such contract or transaction; and no director or directors having such adverse interest shall be liable to this Corporation or to any stockholder or creditor thereof, or to any other person, for any loss incurred by it under or by reason of any such contract or transaction; nor shall any such director or directors be accountable for any gains or profits realized thereon; always provided, however, that such contract or transaction shall, at the time it was entered into, have been a reasonable one to have been entered into and shall have been upon terms that at the time were fair, and provided that the fact that such director or directors are so interested shall have been disclosed to the Board of Directors or shall have been known to a majority of the Board of Directors.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on the 20th day of March, A. D., 1957.

WITNESS:




Norman W. Gerberich




Mono E. Gerberich

ARTICLES OF INCORPORATION
OF
SUN APPLIANCE COMPANY, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

JUL 18 9 04 AM '57

LIBER FILED
G. MELVIN SWIGER
CLERK

approved and received for record by the State Tax Commission of Maryland,
March 26, 1957 at 10:54 o'clock M. as in conformity
with law and ordered recorded.

A 8532

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-30, folio 184, one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.

[Signature]
Secretary

Recorded July 18, 1957 at 9:04 A.M. Liber 7

MORSHELL CHAIR MANUFACTURING CO. INC.

ARTICLES OF INCORPORATION

(Under Section 4)

FIRST: WE, THE Undersigned, Jack I. Smith, whose post office address is 63 W. Franklin Street, Hagerstown, Maryland, Marilyn D. Smith, whose address is 63 W. Franklin Street, Hagerstown, Maryland, and W. Warren Stultz, whose post office address is 19 N. Jonathan Street, Hagerstown, Maryland, each being at least twenty one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation is MORSHELL CHAIR MANUFACTURING CO., INC.

THIRD: The purposes for which the Corporation is formed and the business or objects to be carried on and promoted by it are as follows:

1. To manufacture, purchase, sell and otherwise trade and deal in the making of furniture of every kind and description, and in stock, wares and merchandise of all kinds and description and any and all parts thereof, to manufacture, purchase, sell and otherwise trade and deal in lumber, metal, glass, supplies and all other raw and other materials used in the manufacturing of furniture, stock, wares and other merchandise; to lease, purchase, sell and otherwise trade and deal in all machinery, tools, implements, apparatus, equipment, motor vehicles, and appliances of every kind used in connection with the manufacturing business to be carried on by the Corporation, or with the selling and transportation of the finished and other products manufactured, sold, owned or used by the Corporation; to purchase, own, hold, lease, convey, mortgage, pledge and transfer, or otherwise acquire or dispose of lands, water rights, mills,

factories, buildings and other structures and in all other property, both real and personal, of every class and description, or any interest therein, necessary or desirable for the carrying on of the aforesaid business, or any of them.

2. To purchase, sell, mortgage, lease, improve, invest and deal in real estate, wheresoever situate, and to construct, equip, operate, lease, rent, hire and manage buildings of every kind and description.

3. To acquire by purchase, lease or otherwise the property, rights, business, good will, franchises and assets of every kind of any corporation, association, firm or individual carrying on in whole or in part the aforesaid businesses, or any of them, or any other business in whole or in part that the corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof and to pay for any property, rights, business, good will, franchises and assets so acquired in the stock, bonds, or other securities of the Corporation or otherwise.

4. To apply for, acquire, hold, use, sell, mortgage, license, assign or otherwise dispose of letters patent of the U. S., or any foreign country, and any and all patent rights, licenses, privileges, inventions, improvements, processes and trademarks relating to or useful in connection with any business carried on by the Corporation.

5. To carry on any other business in connection therewith, whether manufacturing or otherwise, which may seem to the Corporation to be calculated directly or indirectly to effectuate the aforesaid objects, or any of them, or to facilitate it in the transaction of its aforesaid business, or any part thereof, or in the transaction of any other business that may be calculated, directly or indirectly, to enhance the

value of its property and rights, including the sale of furniture of all kinds, whether manufactured by the Corporation or not, at wholesale or retail at the Corporations factory or at any other place.

6. The business which the Corporation is to carry on is from time to time to do any one or more of the acts and things hereinbefore set forth, provided that, in the transaction of its business, the Corporation shall be subject to the laws and statutes of each state or foreign country in which the same may be located.

7. To enter into, make or perform contracts of every kind and with any persons, firm, association or corporation, municipal body politic, county, territory, state, national government, or colony or dependency thereof, and without limits as to amount, to draw, make, accept, endorse, discount its own paper, execute and issue promises, any notes, drafts, bills of exchange, warrants, bonds, mortgages, debentures, and other negotiable or transferable instruments and evidences of indebtedness, whether secured by mortgage or otherwise as well as to secure the same by mortgage or otherwise, so far as may be permitted by the laws of the State of Maryland.

8. To guarantee, purchase, hold, sell, assign, transfer, mortgage, pledge, or otherwise dispose of the shares of the capital stock of or any bonds, securities, or other evidences of indebtedness issued or created by any other corporation or corporations of this state or any other state, country, nation or government, and while owner of said stock, to exercise all the rights, powers, and privileges of ownership, including the right to vote thereon to the same extent as natural persons might or could do.

9. In general to carry on any lawful business and to have and exercise all powers conferred by the General Laws of the

State of Maryland upon corporations formed thereunder and to exercise and enjoy all powers, rights and privileges granted to or conferred upon corporations of this character by said General Laws now or hereafter in force; the enumeration of certain powers as herein specified not being intended to exclude any such other powers, rights and privileges.

FOURTH: The post office address of the principal office of the corporation in this State is 123 Wareham Place, Hagerstown, Maryland. The name and post office address of the resident agent of the Corporation in this State is: Jack I. Smith, 63 W. Franklin Street, Hagerstown, Maryland, who is a citizen of Maryland and actually resides therein.

FIFTH: The total amount of authorized capital stock of the Corporation is One Hundred Thousand (\$100,000.00) Dollars par value divided into Ten Thousand (10,000) Shares of the par value of Ten (\$10.00) Dollars per share.

SIXTH: The number of directors of the Corporation shall be three (3) which number may be increased or decreased pursuant to the by laws of the Corporation, but shall never be less than three; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are Jack I. Smith, Marilyn D. Smith and W. Warren Stultz.

SEVENTH: The duration of this Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on March 27 1957.

- 1. Jack I. Smith
Jack I. Smith
- 2. Marilyn D. Smith
Marilyn D. Smith
- 3. W. Warren Stultz
W. Warren Stultz

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I hereby Certify, that on this 27 day of March A.D. 1957, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared Jack I. Smith, Marilyn D. Smith and W. Warren Stultz and severally acknowledged the foregoing Articles of Incorporation to be their act and deed.

Witness my hand and official Notarial Seal.

Lillian A. Thomas
Notary Public

My Comm. expires: May 6, 1957

ARTICLES OF INCORPORATION
OF
MORSHELL CHAIR MANUFACTURING CO., INC.

RECEIVED FOR RECORD
MARCH 28 9 57 AM '57

Transcript

approved and received for record by the State Tax Commission of Maryland,
March 28, 1957 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 8567

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber 7-30, folio 372, one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.



AS WITNESS my hand and seal of the said Commission at Baltimore.

Robert W. Ward
Secretary

Recorded July 18, 1957 at 9:04 A.M. Liber 7

ARTICLES OF INCORPORATION

OF

THE WATER VIEW MOTEL, INC.

This Is To Certify:

FIRST: That we, the subscribers, W. Lee Elgin, whose post office address is 406 West Howard Street, Hagerstown, Maryland; Roger O. Charlton, 112 Coffman Avenue, Hagerstown, Maryland; J. Frank Day, 904 Spruce Street, Hagerstown, Maryland; Earl J. Smith, 11 North Colonial Drive, Hagerstown, Maryland; and G. Eugene Day, 841 Kenly Avenue, Hagerstown, Maryland; all being at least twenty-one years of age, do, under and by virtue of the General Laws of the State of Maryland, authorizing the formation of corporation, associate ourselves with the intention of forming a corporation by the execution and filing of these Articles.

SECOND: That the name of the corporation (which is hereinafter called the Corporation) is:

THE WATER VIEW MOTEL, INC.

THIRD: The purposes for which the Corporation is formed are as follows:

(A) To engage generally in the motel business and related businesses;

To plan, design, and construct buildings for motel purposes and to buy, sell, and acquire the same; to operate, conduct, and carry on the motel business for the accommodations necessary or desirable to accomplish such purposes;

To conduct and carry on the business of providing meals and food for the general public, and buying and selling any and all other things necessary or desirable in connection with the operation of a motel business;

To undertake and carry on any business transaction or operation commonly undertaken or carried on by motel operators and generally to institute, enter into, assist, promote, and participate in any such business or operation.

To conduct the business of a filling and service station, which business shall include the sale of gasoline and oil and all other related items, and to operate and lease stations for the sale of gasoline and oil and to service cars, trucks, and other automotive equipment.

(B) To manufacture, purchase or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber or dispose of goods, wares, merchandise, implements, and other personal property or equipment of every kind.

(C) To purchase, lease, or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let, or in any manner encumber or dispose of real property wherever situated.

(D) To purchase, lease or otherwise acquire, all or any part of the property, rights, businesses, contracts, good-will, franchises and assets of every kind, of any corporation, co-partnership or individual (including the estate of a decedent), carrying on or having carried on in whole or in part any of the aforesaid businesses or any other businesses that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay for any such property, rights, business, contracts, good-will, franchises or assets by the issue, in accordance with the laws of Maryland, of stock, bonds, or other securities of the Corporation or otherwise.

(E) To apply for, obtain, purchase, or otherwise acquire, any patents, copyrights, licenses, trademarks, tradenames, rights, processes, formulae, and the like, which might be used for any of the purposes of the Corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account, the same.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this State.

FOURTH: The post office address of the principal office of the Corporation in this state is 1101 Dual Highway, Hagerstown, Maryland. The resident agent of the Corporation is

W. Lee Elgin whose post office address is 406 West Howard Street, Hagerstown, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock of the Corporation is One Thousand Five Hundred (1,500) Shares of the par value of One Hundred (\$100.00) Dollars per share, all of which shares are common stock and having an aggregate par value of One Hundred Fifty Thousand (\$150,000.00) Dollars. Each share of stock issued by the said corporation shall be subject to the following condition:

The corporation shall have the option of re-purchasing said share or shares of stock in the event the holder thereof wishes to sell, transfer, or otherwise dispose of his interest, except however, in case of death. The stockholder shall first notify the secretary of the corporation by registered letter of his intention to sell, transfer, or otherwise dispose of his interest in the said share or shares of stock. The corporation shall then have the option of purchasing said share or shares of stock within a period of Sixty (60) days from the time notice is received. In the event the corporation desires to purchase the said share or shares of stock, it shall then pay to the seller, as the purchase price thereof, the amount of the market value of said stock as shown upon the last annual statement of the corporation, and in addition thereto an amount equal to the stock's pro rata proportion of the net profits of the business of the corporation for such fractional part of the fiscal year as has elapsed since the date as of which the last annual statement was made, less any dividends declared during said fractional period. If the corporation does not exercise its option to re-purchase, as above set forth, and if subsequently the stock is

not sold by the holder thereof within a period of six (6) months from the date that the corporation refuses to exercise its option to re-purchase, the stockholder must again permit the corporation to exercise its option upon the terms outlined above, if said stockholder decides to sell, transfer or otherwise dispose of his stock.

SIXTH: The number of directors of the Corporation shall be five (5), which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than three (3); and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are W. Lee Elgin, Roger O. Charlton, J. Frank Day, Earl J. Smith and G. Eugene Day. All directors of this Corporation shall be elected and hold office for the period of one (1) year.

SEVENTH: The following provision is hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

(A) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized; for such considerations as said Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

(B) The Board of Directors shall have power, from time to time, to fix and determine and to vary the amount of working capital of the Corporation; to determine whether any, and, if any, what part, of the surplus of the Corporation or of the net

profits arising from its business shall be declared in dividends and paid to the stockholders, subject, however, to the provisions of the charter, and to direct and determine the use and disposition of any of such surplus or net profits. The Board of Directors may in its discretion use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of the stock of the Corporation, or any of its bonds or other evidences of indebtedness, to such extent and in such manner and upon such lawful terms as the Board of Directors shall deem expedient.

EIGHTH: The directors so elected shall be paid a monthly salary of Twenty-Five (\$25.00) Dollars each.

NINTH: The duration of the Corporation shall be perpetual.

TENTH: The Corporation may enter into contracts or transact business with one or more of its directors or with any firm of which one or more of its directors are members, or with any corporation or association in which one or more of its directors are stockholders, directors or officers, and such contract or transaction shall not be invalidated or in anywise affected by the fact that any such director or directors might have interests therein which are or might be adverse to the interests of this Corporation, even though the vote of the director or directors having such adverse interests shall have been necessary to obligate this Corporation upon such contract or transaction; and no director or directors having such adverse interest shall be liable to this Corporation or to any stockholder or creditor thereof, or to any other person, for any loss incurred by it under or by reason of any such contract or transaction; nor shall any such director or directors be accountable for any gains or profits realized thereon; always provided, however, that such contract or transaction shall, at

the time it was entered into, have been a reasonable one to have been entered into and shall have been upon terms that at the time were fair, and provided that the fact that such director or directors are so interested shall have been disclosed to the Board of Directors or shall have been known to a majority of the Board of Directors.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on the 19th day of March A.D., 1957.

WITNESS:

James F. Strine
James F. Strine

James F. Strine
James F. Strine

James F. Strine
James F. Strine

James F. Strine
James F. Strine

James F. Strine
James F. Strine

W. Lee Elgin
W. Lee Elgin

Roger O. Charlton
Roger O. Charlton

J. Frank Day
J. Frank Day

Earl J. Smith
Earl J. Smith

G. Eugene Day
G. Eugene Day

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 19th day of March A. D., 1957, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared W. Lee Elgin, Roger O. Charlton, J. Frank Day, Earl J. Smith and G. Eugene Day, and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Official Notarial Seal.

Ethel P. Tomes
Notary Public
Ethel P. Tomes

Comm. Exp. May 6, 1957

ARTICLES OF INCORPORATION
OF
THE WATER VIEW MOTEL, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

JUN 10 9 04 AM '57

RECORDED
INDEXED
M. H. HALL
CLERK

approved and received for record by the State Tax Commission of Maryland,

March 20, 1957 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 8478

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

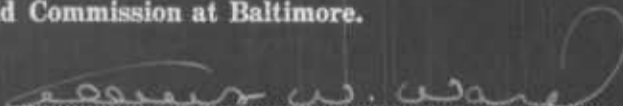
Recorded in Liber F-29, folio 458, one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$ 30.00 Recording fee paid \$ 12.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.


Secretary

Recorded July 18, 1957 at 9:04 A.M. Liber 7

CERTIFICATE OF INCORPORATION
ARTICLES
OF
POTOMAC ARCHERS, INC.

THIS IS TO CERTIFY: That we, the subscribers, Albert R. Cromer, whose post office address is 2100 Lexington Avenue, Hagerstown, Maryland, Leon H. Gossard, whose post office address is 213 Devonshire Road, Hagerstown, Maryland, and Thomas S. Jackson, whose post office address is 102 Salisbury Street, Williamsport, Maryland, all being of full legal age, do, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a non profit corporation.

FIRST: The name of the corporation (which is hereinafter called the "Corporation") is Potomac Archers, Inc.

SECOND: The purposes for which the Corporation is formed and the objects to be promoted by it are as follows:

(1) To foster, expand, perpetuate and direct the practice of archery and the spirit of good felowship and good sportsmanship among all archers.

(2) To encourage the use of the bow in hunting legal game and to foster and encourage the observance of conservation and obedience and respect of all laws.

(3) To cooperate with the National Field Archery Association in securing better hunting privileges and conditions for bow hunters.

(4) To maintain a field archery course and conduct field tournaments, competition with other clubs and among its members in accordance with the rules of said association.

(5) And to pursue such other non profitable purposes and objects as may be reasonably related to the objects of this Corporation.

THIRD: The Corporation shall have the following powers:

(1) To develop and maintain a membership corporation in accordance with the Bylaws of the Corporation.

(2) To adopt, amend, alter and change the Bylaws of the Corporation provided the same do not conflict in any way with this Charter or the Laws of the State of Maryland.

(3) To purchase, own, lease, operate, maintain, sell and convey any and all facilities, equipment and property, both real and personal, reasonably necessary or advisable in order to carry out the purposes and objects of the Corporation, including the right to borrow money and pledge or mortgage any or all of the assets of the Corporation to secure any such loan or loans.

(4) To cooperate with all Departments, Bureaus, Boards, Divisions or Agencies of all branches of governments and any subdivision or branch thereof in the furtherance of the objects for which the Corporation is formed.

(5) The foregoing enumeration of powers, purposes and objects of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law. The Corporation is formed to do and perform each and every act necessary, suitable or proper for the accomplishment of any one of the objects or purposes herein enumerated and in addition, to possess and exercise all rights, powers and privileges conferred upon the Corporation by law.

FOURTH: The post office address of the place in which the principal office of the Corporation in this State will be located is ^{2100 Lexington Avenue} Hagerstown, Maryland. The resident agent of the Corporation is Albert R. Cromer, whose post office address is 2100 Lexington Avenue, Hagerstown, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation shall have such number of directors as may be, from time to time, specified by the Bylaws of the Corporation, provided however, that there shall not be less than

three directors nor more than twenty-five directors. The names 277
and addresses of those who are to serve as directors until the
first annual meeting or until their successors are duly elected
and qualified are: Albert R. Cromer, whose post office address
is 2100 Lexington Avenue, Hagerstown, Maryland; Thomas S. Jackson,
whose post office address is 102 Salisbury Street, Williamsport
Maryland; Tyrus Norman, whose post office address is Route 1,
Williamsport, Maryland; Fred Sorg, whose post office address is
West 6th Street, Waynesboro, Pennsylvania; Robert Horst, whose
post office address is 1868 Pennsylvania Avenue, Hagerstown,
Maryland; R. A. Tedrick, whose post office address is
Salisbury Street, Williamsport, Maryland; Jack Forsyth, whose
post office address is Route No. 1, Williamsport, Maryland; and
Eldon R. Glesner, whose post office address is 320 West Side Avenue,
Hagerstown, Maryland.

SIXTH: The Corporation shall have no capital stock.

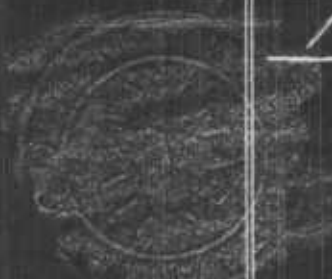
SEVENTH: Members shall be admitted, permitted to resign
or be removed in such manner as provided by the Bylaws of the
Corporation, and each member shall have but one vote.

EIGHTH: This Certificate of Incorporation may be amended
by a two-thirds vote of the members at any regular annual meeting
or at any meeting duly called therefor.

NINTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed this Certificate of
Incorporation this 11th day of March, A.D., 1957.

WITNESS:


R. A. Tedrick

Albert R. Cromer (SEAL)
Albert R. Cromer

Leon H. Gossard (SEAL)
Leon H. Gossard

Thomas S. Jackson (SEAL)
Thomas S. Jackson

STATE OF MARYLAND, WASHINGTON COUNTY, To-wit:-

I HEREBY CERTIFY, That on this 11 day of March,
A.D., 1957, before me, the subscriber, a Notary Public in and
for the State and County aforesaid, personally appeared Albert R.
Cromer, Leon H. Gossard and Thomas Jackson, who did each acknow-
ledge that the foregoing Certificate of Incorporation was
executed for the purposes therein contained.

WITNESS my hand and Official Notarial Seal.

R. A. Tedrick

My Commission Expires:
May 6, 1957

Notary Public

ARTICLES OF INCORPORATION
OF
POTOMAC ARCHERS, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

JUL 18 9 04 AM '57

LIBERY
G. MERLIN SWIGER
CLERK

approved and received for record by the State Tax Commission of Maryland,
March 20, 1957 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 8476

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-29, folio 147, one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.



AS WITNESS my hand and seal of the said Commission at Baltimore.

[Signature]
Secretary

OF

BROWNSVILLE-GAPLAND RURITAN CLUB, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Emmert S. Dagenhart, whose post office address is Gapland, Maryland, Gerald^{C.}Haines, Sr. whose post office address is Brownsville, Maryland, and Fred Younkins, whose post office address is Route 1, Knoxville, Maryland, all being at least twenty-one years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these Articles,

SECOND: That the name of the Corporation which is hereinafter called the "Corporation" is : BROWNSVILLE-GAPLAND RURITAN CLUB, INC.

THIRD: The purposes for which the Corporation is formed are as follows:

To organize and operate an association exclusively for social, educational and charitable purposes, no part of the net income of which is to inure to the benefit of any member, shareholder or other individual.

For the general purposes aforesaid, and limited to those purposes, the Corporation shall have the following powers and purposes:

- (a) To promote among its members fellowship and goodwill
- (b) To unify the efforts of individuals and institutions in the community in making it a better place in which to live
- (c) To promote those agencies in the community that contribute directly to the progress of the community
- (d) To inspire each other to higher effort
- (e) To encourage and foster the ideal of service as the basis of all worthy enterprise
- (f) To raise money for the association by means of dues, assessments or other charges on the members of the association
- (g) This Corporation shall have all the general powers conferred upon corporations of this class by law.
- (h) To purchase, sell, mortgage, lease, improve, invest and deal in real estate, wheresoever situated, and to construct,

equip, operate, lease, rent, hire and manage buildings of every kind and description.

FOURTH: The post office address of the principal office of this Corporation in this State is Gapland, Maryland. The resident agent of the Corporation is Emmert S. Dagenhart, whose post office address is Gapland, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation is not authorized to issue any capital stock.

SIXTH: The Board of Directors may choose the first members of the Corporation in accordance with the By-Laws.

SEVENTH: The Corporation shall have seven directors and Charles E. Bealer, Leroy E. Jennings, Emmert S. Dagenhart, Gerald C. Haines^{Sr.}, Ira Kaetzel, Francis M. Castle and Fred Younkings shall act as such until the first annual meeting or until their successors are duly chosen and qualify. That the said Emmert S. Dagenhart shall act as President of the Corporation, Gerald^{C.} Haines^{Sr.} as Vice President, Fred Younkings as Secretary and Ira Kaetzel as Treasurer until their successors are duly elected and qualify.

EIGHTH: The Corporation shall have the power to make from time to time any amendments of its Charter which may now or hereafter be authorized by law.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 27th day of February, A. D. 1957.

WITNESS:

John C. Frye

Emmert S. Dagenhart
Emmert S. Dagenhart

Gerald C. Haines Sr.
Gerald C. Haines, Sr.

Fred Younkings
Fred Younkings

STATE OF MARYLAND, ~~WASHINGTON~~ COUNTY, to-wit:

I HEREBY CERTIFY, That on this 27th day of February, 1957, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Emmert S. Dagenhart, Gerald^{C.} Haines^{Sr.} and Fred Younkings and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Notarial Seal the day year last above written.

Robert G. [Signature]
Notary Public



ARTICLES OF INCORPORATION
OF
BROWNSVILLE-GAPLAND RURITAN CLUB, INC.

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

JUN 18 9 04 AM '57

[Signature]
CLERK

approved and received for record by the State Tax Commission of Maryland,
March 15, 1957 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 8424

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-29, folio 198, one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.



AS WITNESS my hand and seal of the said Commission at Baltimore.

[Signature]
Secretary

Recorded July 18, 1957 at 9:04 A.M. Liber 7

ARTICLES OF INCORPORATION

OF

NATIONAL LITTLE LEAGUE OF HAGERSTOWN, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Eugene C. Gysberts, whose post office address is 940 Oak Hill Avenue, Hagerstown, Maryland, Paul M. Horst, Jr., whose address is 609 1/2 Sunset Avenue, Hagerstown, Maryland, and Julian L. Oliver, whose address is 221 Summit Avenue, Hagerstown, Maryland, all being at least twenty-one years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

SECOND: That the name of the corporation (which is hereinafter called the "Corporation") is NATIONAL LITTLE LEAGUE OF HAGERSTOWN, INC.

THIRD: The purposes for which the Corporation is formed are as follows:

To organize and operate an association exclusively for educational and recreational purposes, no part of the net earnings of which is to inure to the benefit of any member, shareholder or other individual.

For the general purposes aforesaid, and limited to those purposes, the Corporation shall have the following powers and purposes:

(a) To promote and provide supervised competitive baseball games and contests; to teach and implant firmly in the boys of the community the ideals of good sportsmanship, honesty, loyalty, courage and reverence, so that said boys may be finer, stronger and happier and will grow to be good, clean, healthy men; to purchase or lease, and to maintain and operate buildings, playing fields or other structures as incidental to the above purposes, and to sell, lease, mortgage or otherwise dispose of the same.

FOURTH: The post office address of the principal office of the Corporation in this State is 940 Oak Hill Avenue, Hagerstown, Maryland. The resident agent of the Corporation is Eugene C. Gysberts, whose post office address is 940 Oak Hill Avenue, Hagerstown, Maryland. Said resident agent is a citizen of the State of

Maryland and actually resides therein.

FIFTH: The Corporation is not authorized to issue any capital stock. The following shall be the first members of the Corporation: Eugene C. Gysberts, Paul M. Horst, Jr. and Julian L. Oliver. Members may resign or be removed, vacancies may be filled and additional members elected, as provided in the By-Laws, which may prescribe different classes of members and prescribe the powers and duties of each class.

SIXTH: The number of directors of the Corporation shall be three (3) which number may be increased or decreased pursuant to the By-Laws of the Corporation but shall never be less than three (3); and the names of the directors who shall act until the first annual meeting or until their successors are chosen and duly qualified are: Eugene C. Gysberts, Paul M. Horst, Jr. and Julian L. Oliver.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on March 14, 1957.

Eugene C. Gysberts
Eugene C. Gysberts

Paul M. Horst, Jr.
Paul M. Horst, Jr.

Julian L. Oliver
Julian L. Oliver

WITNESS AS TO ALL:

Norma Jean Mose

STATE OF MARYLAND, WASHINGTON COUNTY, TO-WIT:

I HEREBY CERTIFY, This 14th day of March, A.D., 1957, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Eugene C. Gysberts, Paul M. Horst, Jr. and Julian L. Oliver and severally acknowledged the foregoing Articles of Incorporation to be their respective act.

WITNESS my hand and Notarial Seal the day and date last above written.



Norma Jean Mose
Norma Jean Mose
Notary Public
My Commission Expires:
May 6, 1957.

ARTICLES OF INCORPORATION
OF
NATIONAL LITTLE LEAGUE OF HAGERS, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

JUL 18 9 04 AM '57

LIBER FILED
G. MERLIN SWIGER
CLERK

approved and received for record by the State Tax Commission of Maryland,
March 18, 1957 at 10:39 o'clock A. M. as in conformity
with law and ordered recorded.

A 8417

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-20, folio 167, one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.

[Signature]
Secretary

Recorded July 18, 1957 at 9:03 A.M. Liber 7
ARTICLES OF INCORPORATION

OF

JAY DEE SPORTING GOODS & APPAREL, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Jerome C. Moser, whose post office address is Hagerstown, Maryland, Robert L. Hawthorne, whose post office address is Hagerstown, Maryland, and Donald E. Zombro, whose post office address is Hagerstown, Maryland, all being of full legal age, do, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is: "JAY DEE SPORTING GOODS & APPAREL, INC.",

THIRD: The purposes for which the Corporation is formed and the business or objects to be carried on and promoted by it are as follows:

1. To engage in, operate, conduct, and maintain the business of manufacturing, buying, selling, importing, exporting, or otherwise dealing in, in wholesale or retail quantities, clothing of all kinds for men, women, and children, haberdashery, drygoods, notions, clothing accessories, trimmings, millinery goods, and the like, and all supplies, materials, findings, tools, machines, appliances, and apparatus employed in or related to the manufacture of such wares.

2. To buy, sell, trade, manufacture, deal in, and deal with sporting goods, wares, and merchandise of every kind and nature, and to carry on such business as wholesalers, retailers, importers, and exporters; to acquire all such merchandise, supplies, materials, and other articles as shall be necessary or incidental to such business.

3. To subscribe for, acquire, sell, hold, exchange and deal in shares of stock, bonds, obligations or securities of any public

or private Corporation, government or municipality, and have the express power to hold, purchase, or otherwise acquire, and to sell, assign, transfer, mortgage or otherwise dispose of absolutely or upon condition shares of the capital stock, bonds or other evidences of indebtedness created by any other corporation or corporations, and while the owner thereof to exercise all of the incidents of ownership.

4. To buy, sell, deal in and improve, real estate wheresoever situate and fixtures and personal property incident thereto and connected therewith; to acquire by purchase, lease, hire, or otherwise, lands, tenements, hereditaments, or any interest therein and to improve the same; to sell, lease, mortgage, pledge or otherwise dispose of the lands or other property of the Corporation absolutely or upon condition.

5. To apply for, acquire, hold, use, sell, mortgage, license, assign or otherwise dispose of letters patent of the United States or of any foreign country, as well as acquire and dispose of licenses, privileges, inventions, improvements, processes and trademarks relating to or useful in connection with any business carried on by the Corporation.

6. To carry on any other business in connection therewith which may seem to the Corporation to be calculated, directly or indirectly, to effectuate the aforesaid objects, or any of them, or to facilitate it in the transaction of its aforesaid business, or any part thereof, or in the transaction of any other business that may be calculated, directly or indirectly, to enhance the value of its property and rights, not contrary to the Laws of the State of Maryland. The said Corporation shall enjoy and exercise all the powers and rights conveyed by statute upon the Corporation and the enumeration of the specific powers in these Articles of Incorporation are in furtherance of and not in limitation of the General Powers conferred by law.

FOURTH: The post office address of the place at which the

principal office of the Corporation in this State will be located is No. 486 McDowell Avenue, Hagerstown, Maryland. The resident agent of the Corporation is Donald E. Zombro, whose post office address is No. 486 McDowell Avenue, Hagerstown, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation shall have three directors, and Jerome C. Moser, Donald E. Zombro and David K. Poole, Jr. shall act as such until the first annual meeting or until their successors are duly chosen and qualified.

SIXTH: The total amount of the authorized capital stock of the Corporation is Thirty Thousand (\$30,000.00) Dollars par value, divided into three hundred (300) shares of the par value of One Hundred (\$100.00) Dollars each.

SEVENTH: The management of the property, business and affairs of the Corporation shall be vested in the Board of Directors, who shall dictate its general business policy and, subject to any provisions of statute or to the vote of its stockholders, determine all matters and questions pertaining to its business and affairs.

1. The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, and securities convertible into shares of any class of its stock, whether now or hereafter authorized, for such considerations as said Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

2. The Board of Directors shall have the power to mortgage the property of the Corporation from time to time, without the approval of the stockholders, subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

3. The Board of Directors shall from time to time determine whether, and to what extent, and at what times and places, and under what conditions and regulations, the accounts and books of the Corporation, or any of them, shall be open to the inspection of the stockholders, and no stockholder shall have the right to inspect any account, book or document of the Corporation except as conferred by the Statutes of Maryland or as authorized

by the Board of Directors or by a resolution of the stockholders..

4. The above granted powers to the Corporation and to the Board of Directors thereof are in furtherance of and not in limitation of the general powers conferred by law upon the Directors of the Corporation.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 14th day of March, 1957.

WITNESS:

Olive R. Shupp
OLIVE R. SHUPP

Robert L. Hawthorne
Robert L. Hawthorne

Olive R. Shupp
OLIVE R. SHUPP

Jerome C. Moser
Jerome C. Moser

Olive R. Shupp
OLIVE R. SHUPP

Donald E. Zombro
Donald E. Zombro

STATE OF Maryland, COUNTY OF Washington, to-wit:

I HEREBY CERTIFY, That on this 14th day of March, 1957, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Robert L. Hawthorne, and acknowledged the foregoing Articles of Incorporation to be his act.

WITNESS my hand and Notarial Seal the day and year last above written.

My commission expires:
May 6, 1957

Olive R. Shupp
Notary Public
OLIVE R. SHUPP



288

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 14th day of March, 1957, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Jerome C. Moser and Donald E. Zombro, and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Notarial Seal the day and year last above written.

My commission expires:
May 6, 1957.

Olive R. Shupp
Notary Public
OLIVE R. SHUPP



ARTICLES OF INCORPORATION
OF
JAY DEE SPORTING GOODS & APPAREL, INC.

approved and received for record by the State Tax Commission of Maryland,
March 15, 1957 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

RECORDED
WASHINGTON COUNTY
RECEIVED FOR RECORD
JUL 18 9 04 AM '57
E. J. DEAN, CLERK

A 8398

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-29, folio 51, one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.



AS WITNESS my hand and seal of the said Commission at Baltimore.

[Signature]
Secretary

Recorded July 18, 1957 at 9:03 A.M. Liber 7

ARTICLES OF INCORPORATION
OF
FEDERAL LITTLE LEAGUE OF HAGERSTOWN, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, J. Earl Knott, Jr., whose post office address is 900 View Street, Hagerstown, Maryland, Robert F. Middlekauff, whose address is 1716 Gordon Road, Hagerstown, Maryland, and C. Don O'Connor, whose address is 1013 Columbia Road, Hagerstown, Maryland, all being at least twenty-one years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

SECOND: That the name of the corporation (which is hereinafter called the "Corporation") is FEDERAL LITTLE LEAGUE OF HAGERSTOWN, INC.

THIRD: The purposes for which the Corporation is formed are as follows:

To organize and operate an association exclusively for educational and recreational purposes, no part of the net earnings of which is to inure to the benefit of any member, shareholder or other individual.

For the general purposes aforesaid, and limited to those purposes, the Corporation shall have the following powers and purposes:

(a) To promote and provide supervised competitive baseball games and contests; to teach and implant firmly in the boys of the community the ideals of good sportsmanship, honesty, loyalty, courage and reverence, so that said boys may be finer, stronger and happier and will grow to be good, clean, healthy men; to purchase or lease, and to maintain and operate buildings, playing fields or other structures as incidental to the above purposes, and to sell, lease, mortgage or otherwise dispose of the same.

FOURTH: The post office address of the principal office of the Corporation in this State is 900 View Street, Hagerstown, Maryland. The resident agent of the Corporation is J. Earl Knott, Jr., whose post office address is 900 View Street, Hagerstown, Maryland. Said resident agent is a citizen of the State of Maryland

Sec. atty J. G. Latimer April 18, 1962

and actually resides therein.

FIFTH: The Corporation is not authorized to issue any capital stock. The following shall be the first members of the Corporation: J. Earl Knott, Jr., Robert F. Middlekauff and C. Don O'Connor. Members may resign or be removed, vacancies may be filled and additional members elected, as provided in the By-Laws, which may prescribe different classes of members and prescribe the powers and duties of each class.

SIXTH: The number of directors of the Corporation shall be three (3) which number may be increased or decreased pursuant to the By-Laws of the Corporation but shall never be less than three (3); and the names of the directors who shall act until the first annual meeting or until their successors are chosen and duly qualified are: J. Earl Knott, Jr., Robert F. Middlekauff and C. Don O'Connor.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on March 12, 1957.

J. Earl Knott, Jr.
J. Earl Knott, Jr.

Robert F. Middlekauff
Robert F. Middlekauff

C. Don O'Connor
C. Don O'Connor

WITNESS AS TO ALL:

Norma Jean Mose
Norma Jean Mose

STATE OF MARYLAND, WASHINGTON COUNTY, TO-WIT:

I HEREBY CERTIFY, This 12th day of March, A.D., 1957, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared J. Earl Knott, Jr., Robert F. Middlekauff and C. Don O'Connor and severally acknowledged the foregoing Articles of Incorporation to be their respective act.

WITNESS my hand and Notarial Seal the day and date last above written.



Norma Jean Mose
Norma Jean Mose
Notary Public
My Commission Expires:
May 6, 1957.

ARTICLES OF INCORPORATION
OF
FEDERAL LITTLE LEAGUE OF HAGERSTOWN, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
JUN 18 9 06 AM '57
L. M. SHYER
CLERK

approved and received for record by the State Tax Commission of Maryland,
March 13, 1957 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 8359

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F - 28, folio 395, one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.



[Handwritten Signature]
Secretary

OF
AMERICAN LITTLE LEAGUE OF HAGERSTOWN, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, George H. Palmer, whose post office address is Route 1, Hagerstown, Maryland, J. Arnold Myers, whose address is Smithsburg, Maryland, and Richard S. Adams, whose address is 128 North Locust Street, Hagerstown, Maryland, all being at least twenty-one years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

SECOND: That the name of the corporation (which is hereinafter called the "Corporation") is AMERICAN LITTLE LEAGUE OF HAGERSTOWN, INC.

THIRD: The purposes for which the Corporation is formed are as follows:

To organize and operate an association exclusively for educational and recreational purposes, no part of the net earnings of which is to inure to the benefit of any member, shareholder or other individual.

For the general purposes aforesaid, and limited to those purposes, the Corporation shall have the following powers and purposes:

(a) To promote and provide supervised competitive baseball games and contests; to teach and implant firmly in the boys of the community the ideals of good sportsmanship, honesty, loyalty, courage and reverence, so that said boys may be finer, stronger and happier and will grow to be good, clean, healthy men; to purchase or lease, and to maintain and operate buildings, playing fields or other structures as incidental to the above purposes, and to sell, lease, mortgage or otherwise dispose of the same.

FOURTH: The post office address of the principal office of the Corporation in this State is Route 1, Hagerstown, Maryland. The resident agent of the Corporation is George H. Palmer, whose post office address is Route 1, Hagerstown, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

Del To Robert Rice 10-23-61

FIFTH: The Corporation is not authorized to issue any capital stock. The following shall be the first members of the Corporation: George H. Palmer, J. Arnold Myers, and Richard S. Adams. Members may resign or be removed, vacancies may be filled and additional members elected, as provided in the By-Laws, which may prescribe different classes of members and prescribe the powers and duties of each class.

SIXTH: The number of directors of the Corporation shall be three (3) which number may be increased or decreased pursuant to the By-Laws of the Corporation but shall never be less than three (3); and the names of the directors who shall act until the first annual meeting or until their successors are chosen and duly qualified are: George H. Palmer, J. Arnold Myers, and Richard S. Adams.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on April, 24th, 1957.

George H. Palmer
George H. Palmer

J. Arnold Myers
J. Arnold Myers

Richard S. Adams
Richard S. Adams

WITNESS AS TO ALL:

Norma Jean Mose

STATE OF MARYLAND, WASHINGTON COUNTY, TO-WIT:

I HEREBY CERTIFY, This 24th day of April, A.D., 1957, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared George H. Palmer, J. Arnold Myers, and Richard S. Adams and severally acknowledged the foregoing Articles of Incorporation to be their respective act.

WITNESS my hand and Notarial Seal the day and date last above written.

Norma Jean Mose
Norma Jean Mose
Notary Public
My Commission Expires:
May 6, 1957



ARTICLES OF INCORPORATION

OF

AMERICAN LITTLE LEAGUE OF HAGERSTOWN, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
JUL 25 12 05 PM '57
G. MERLIN SHYDER
CLERK

293
7

approved and received for record by the State Tax Commission of Maryland,
April 25, 1957 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 8897

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-34, folio² 49, one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.



[Signature]
Secretary

Recorded July 25, 1957 at 12:05 P.M. Liber 7
GREEN LAWN CEMETERY COMPANY
STOCK ISSUANCE STATEMENT

THIS IS TO CERTIFY:

1. That the Board of Directors of Green Lawn Cemetery Company, a Maryland Corporation having its principal office in Williamsport, Washington County, Maryland, at a meeting duly convened and held on April 2nd, 1957, adopted the following Resolution:

RESOLVED:

(a) That the issuance of 100 fully paid and non-assessable shares of the par value of Ten Dollars (\$10.00) each of the capital stock of the Corporation be and the same is hereby authorized for the following consideration:

Transfer to the Corporation by good and sufficient Deed by South End Development Company of Williamsport, Inc., of all that tract or parcel of land situate along the South side of the public highway in Washington County, Maryland, leading from Williamsport to Boonsboro therein and more particularly described as follows: Beginning at the end of the first line of Parcel No. 2 of the deed hereinafter referred to, and running thence with the second, third and a portion of the fourth lines of said Parcel No. 2, North 15 degrees 30 minutes East 995 feet, thence North 55 degrees 15 minutes West 80 feet, thence North 60 degrees 15 minutes West 911.4 feet, thence by a new division line South 15 degrees 33 minutes West 506 feet, thence South 8 degrees 54 minutes East 545 feet, thence South 12 degrees 10 minutes West 327.5 feet, to a point in the first line of said Parcel No. 2, thence with said first line South 81 degrees 10 minutes East 720 feet to the point and place of beginning, containing 22.52 acres of land, more or less, and being a part of the same property which was conveyed unto the Grantor herein by Harry L. Britner and others by deed dated February 19, 1931, and recorded in Liber 187, folio 583, one of the Land Records of said County.

(b) That in the opinion of the Board of Directors, the actual value of said consideration is not less than One Thousand (\$1,000.00) Dollars.

2. That at the time of the authorization of the issuance of such stock by the Board of Directors as aforesaid, there were no shares of stock of the Corporation outstanding and entitled to vote thereon.

IN WITNESS WHEREOF, Green Lawn Cemetery Company has caused these presents to be signed in its name and on its behalf by its President and its Corporate Seal to be affixed hereto and attested by its Secretary this 24th day of April, 1957



ATTEST:

R. O. Britner
Secretary

GREEN LAWN CEMETERY COMPANY

BY Norman Grove
President

STATE OF MARYLAND, COUNTY OF WASHINGTON, TO-WIT:-

I HEREBY CERTIFY, That on this 24th day of April, A.D., 1957, before me, the subscriber, a Notary Public of the State of Maryland in and for the County aforesaid, personally appeared Norman Grove, President of Green Lawn Cemetery Company, a Maryland Corporation, and in the name of and on behalf of said Corporation acknowledged the foregoing Stock Issuance Statement to be the corporate act of said Corporation, and at the same time also personally appeared before me R. O. Britner who made oath in due form of law that he was Secretary of the meeting of the Board of Directors of the Corporation at which the issuance of the stock therein mentioned was authorized, and that the matters and facts set forth in said statement are true to the best of his knowledge, information and belief.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my official Notarial Seal the day and date first above mentioned.



My Commission Expires:
May 6, 1957

Susanne B. Geary
Susanne B. Geary
Notary Public

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
JUL 25 12 06 PM '57
CLERK

STOCK ISSUANCE STATEMENT
OF
GREEN LAWN CEMETERY COMPANY

approved and received for record by the State Tax Commission of Maryland,
April 29, 1957 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 8969

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-35, folio 122, one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$ Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.

[Signature]
Secretary

HOFFMAN CADILLAC SALES, INC.

ARTICLES OF AMENDMENT

Hoffman Cadillac Sales, Inc., a Maryland corporation, having its principal office in Hagerstown, Maryland, (hereinafter called the Corporation), hereby certifies to the State Tax Commission of Maryland, that:

FIRST: The Charter of the Corporation is hereby amended by striking out the Sixth Section of the Articles of Incorporation and inserting in lieu thereof the following:

"SIXTH: The total amount of the authorized capital stock of the Corporation is \$300,000.00 par value, divided into 30,000 shares of the par value of \$10.00 each."

SECOND: The Board of Directors of the corporation, at a meeting duly convened and held on December 11, 1956, at 4 o'clock P. M., adopted resolutions in which was set forth the foregoing Amendment of the Charter, declaring that the said Amendment of the Charter was advisable and directing that it be submitted for action thereon at a special meeting of the stockholders of the Corporation to be held on December 12, 1956, at 4 o'clock P. M.

THIRD: Notice setting forth the said Amendment of the Charter and stating that the purpose of the meeting of the stockholders would be to take action thereon, was given as required by law, to all stockholders of the Corporation entitled to vote thereon.

FOURTH: That all of the stockholders of the Corporation signed a Waiver of Notice of the Stockholders Meeting, and consented that the same be held on December 12, 1956, at 4 o'clock P. M.

FIFTH: The Amendment of the Charter of the Corporation as hereinabove set forth was approved by the stockholders of said Corporation at said meeting by the affirmative vote of all the stock entitled to vote thereon.

SIXTH: The Amendment of the Charter of the Corporation as hereinabove set forth has been duly advised by the Board of Directors and approved by the stockholders of the Corporation.

SEVENTH: The total number of shares of all stock of the Corporation heretofore authorized are as follows:

(a) 10,000 shares of the par value of \$10.00 each, of which 6,000 shares of the par value of \$10.00 each are issued and outstanding.

(b) The total number of shares of all classes of stock of the Corporation as increased, and the number and par value of shares of each class, are as follows: 30,000 shares of the Common Stock of the par value of \$10.00 each.

(c) The capital stock of the Corporation is not divided into classes.

IN WITNESS WHEREOF, Hoffman Cadillac Sales, Inc., has caused these presents to be signed in its name and on its behalf by its President, and its corporate seal to be hereto affixed, and attested by its Secretary, on December 12, 1956.

HOFFMAN CADILLAC SALES, INC.

ATTEST AS TO SEAL:

By: Charles W. Hoffman, Sr.
Charles W. Hoffman, Sr., President.

Leo H. Miller
Leo H. Miller, Secretary.

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 12th day of December, 1956, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Charles W. Hoffman, Sr., President of Hoffman Cadillac Sales, Inc., a Maryland Corporation, and in the name and on behalf of said Corporation acknowledged the foregoing Articles of Amendment to be the corporate act of said Corporation; and at the same time personally appeared Leo H. Miller and made oath in due form of law that he was Secretary of

of the meeting of stockholders of the Corporation at which the Amendment of the Charter of the Corporation therein set forth was approved, and that the matters and facts set forth in said Articles of Amendment are true to the best of his knowledge, information and belief.

WITNESS my hand and Notarial Seal the day and year last above written.

My commission expires:
May 6, 1957.

Kathleen E. Bayard
Notary Public

ARTICLES OF AMENDMENT
OF
HOFFMAN CADILLAC SALES, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
JUL 25 12 06 PM '57
LIBER
FOLIO
C. MERLIN SANDER
CLERK

approved and received for record by the State Tax Commission of Maryland,
April 25, 1957 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 8894

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-34 , folio 229 , one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$ 40.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.



[Handwritten Signature]
Secretary

Recorded July 25, 1957 at 12:05 P.M. Liber 7

THE LEITERSBURG RURITAN VOLUNTEER FIRE COMPANY

ARTICLES OF AMENDMENT*

(UNDER SECTIONS 11 - 12)

THE LEITERSBURG RURITAN VOLUNTEER FIRE COMPANY, A MARYLAND CORPORATION HAVING ITS PRINCIPAL OFFICE IN WASHINGTON COUNTY, MARYLAND (HEREINAFTER CALLED THE CORPORATION), HEREBY CERTIFIES TO THE STATE TAX COMMISSION OF MARYLAND, THAT:

FIRST: THE CHARTER OF THE CORPORATION IS HEREBY AMENDED BY STRIKING OUT **Ruritan** OF THE ARTICLES OF INCORPORATION (OR CERTIFICATE OF CORPORATION) AND INSERTING IN LIEU THEREOF THE FOLLOWING:

THE LEITERSBURG VOLUNTEER FIRE COMPANY

SECOND: THE BOARD OF DIRECTORS OF THE CORPORATION, AT A MEETING DULY CONVENED AND HELD ON **August 20**, 1956, ADOPTED A RESOLUTION IN WHICH WAS SET FORTH THE FOREGOING AMENDMENT TO THE CHARTER, DECLARING THAT THE SAID AMENDMENT OF THE CHARTER WAS ADVISABLE AND DIRECTING THAT IT BE SUBMITTED FOR ACTION THEREON AT A SPECIAL MEETING OF THE MEMBERS OF THE CORPORATION TO BE HELD ON **September 6, 1956**

* UNDER L. 1951, CH. 135, EFFECTIVE JUNE 1, 1951, ONLY THE EXECUTED ORIGINAL IS TO BE FILED, AND NO COPY IS REQUIRED. RECORDING FEE IS \$10, PLUS ADDITIONAL \$2 FOR EACH PAGE IN EXCESS OF FIVE. SUBJECT TO BONUS TAX UNDER ARTICLE 81 SECTION 19 $\frac{1}{2}$ IF AUTHORIZED CAPITAL IS INCREASED. INCREASE OF CAPITAL STOCK SUBJECT TO BONUS TAX UNDER SECTION 193-19 $\frac{1}{2}$ ARTICLE 81.

THIRD: NOTICE SETTING FORTH THE SAID AMENDMENT OF THE CHARTER AND STATING THAT A PURPOSE OF THE MEETING OF THE MEMBERS WOULD BE TO TAKE ACTION THEREON, WAS GIVEN AS REQUIRED BY LAW, TO ALL MEMBERS ENTITLED TO VOTE THEREON; AND LIKE NOTICE WAS GIVEN TO ALL MEMBERS OF THE CORPORATION NOT ENTITLED TO VOTE THEREON, WHOSE CONTRACT RIGHTS AS EXPRESSLY SET FORTH IN THE CHARTER WOULD BE ALTERED BY THE AMENDMENT.

FOURTH: THE AMENDMENT OF THE CHARTER OF THE CORPORATION AS HEREINABOVE SET FORTH WAS APPROVED BY THE MEMBERS OF THE CORPORATION AT SAID MEETING BY THE AFFIRMATIVE VOTE OF TWO-THIRDS OF THE MEMBERS.

FIFTH: THE AMENDMENT OF THE CHARTER OF THE CORPORATION AS HEREINABOVE SET FORTH HAS BEEN DULY ADVISED BY THE BOARD OF DIRECTORS AND APPROVED BY THE MEMBERS OF THE CORPORATION.

IN WITNESS WHEREOF, THE LEITERSBURG RURITAN VOLUNTEER FIRE COMPANY HAS CAUSED THESE PRESENTS TO BE SIGNED IN ITS NAME AND ON ITS BEHALF BY ITS PRESIDENT OR ONE OF ITS VICE-PRESIDENTS AND ITS CORPORATE SEAL TO BE HEREUNTO AFFIXED AND ATTESTED BY ITS SECRETARY OR ONE OF ITS ASSISTANT SECRETARIES, ON *4-23-57*

THE LEITERSBURG RURITAN VOLUNTEER FIRE COMPANY

ATTEST:
Wilbert B. Soverlade
WILBERT B. SOVERLADE
SECRETARY

BY *Rene G. Galmiche*
RENE G. GALMICHE
PRESIDENT

STATE OF MARYLAND
COUNTY OF WASHINGTON



I HEREBY CERTIFY THAT ON *April 23*, 1957, BEFORE ME, THE SUBSCRIBER, A NOTARY PUBLIC OF THE STATE OF *Maryland* IN AND FOR THE COUNTY OF *Washington*, PERSONALLY APPEARED *Rene G. Galmiche* PRESIDENT (OR VICE-PRESIDENT) OF THE LEITERSBURG RURITAN VOLUNTEER FIRE COMPANY, A MARYLAND CORPORATION, AND IN THE NAME AND ON BEHALF OF SAID CORPORATION ACKNOWLEDGED THE FOREGOING ARTICLES OF AMENDMENT TO BE THE CORPORATE ACT OF SAID CORPORATION; AND AT THE SAME TIME PERSONALLY APPEARED *Wilbert B. Soverlade* AND MADE OATH IN DUE FORM OF LAW THAT HE WAS SECRETARY (OR CHAIRMAN) OF THE MEETING OF THE MEMBERS OF SAID CORPORATION AT WHICH THE AMENDMENT OF THE CHARTER OF THE CORPORATION THEREIN SET FORTH WAS APPROVED, AND THAT THE MATTERS AND FACTS SET FORTH IN SAID ARTICLES OF AMENDMENT ARE TRUE TO THE BEST OF HIS KNOWLEDGE, INFORMATION AND BELIEF.

WITNESS MY HAND AND NOTARIAL SEAL, THE DAY AND YEAR LAST ABOVE WRITTEN

Jay B. Fogle

NOTARY PUBLIC*



* THE ACKNOWLEDGMENT AND AFFIDAVIT MAY BE TAKEN WITHIN OR WITHOUT THE STATE OF MARYLAND BY ANY NOTARY PUBLIC HAVING A SEAL. NO CERTIFICATE OF APPOINTMENT IS NECESSARY.

LIBER
FOLIO
LAWYER
G. MERLIN SNYDER
CLERK

JUL 25 12 05 PM '57

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

ARTICLES OF AMENDMENT

OF

LEITERSBURG RURITAN VOLUNTEER FIRE COMPANY
changing its name to
THE LEITERSBURG VOLUNTEER FIRE COMPANY

approved and received for record by the State Tax Commission of Maryland,
April 25, 1957 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 8892

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-34, folio 223, one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$..... Recording fee paid \$ 10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.

[Signature]
Secretary

FAIRCHILD ENGINE AND AIRPLANE CORPORATION

ARTICLES OF AMENDMENT

THIS IS TO CERTIFY:

FIRST: That the Charter of FAIRCHILD ENGINE AND AIRPLANE CORPORATION, a Maryland corporation having its principal office at Hagerstown, Maryland (hereinafter called the Corporation), is hereby amended by striking out Article FIFTH of such Charter and inserting in lieu thereof the following:

"FIFTH: The total amount of the authorized capital stock of the Corporation is 5,150,000 shares, of which 150,000 shares are shares of preferred stock without par value (hereinafter called preferred stock) and 5,000,000 shares are shares of common stock of the par value of \$1 each (hereinafter called common stock).

"The classes of capital stock of the Corporation, the preferences, voting powers, restrictions and qualifications of each class, the fixed annual dividends thereon, the times and prices of redemption thereof, the sinking funds therefor, and the conversion rights thereof are as in this Article FIFTH set forth, described, expressed and determined or as shall be fixed by the Board of Directors as hereinafter provided:

"A. The Board of Directors is hereby expressly empowered to classify or reclassify, by articles supplementary to the Charter, any unissued preferred stock of the Corporation by fixing or altering in any one or more specified respects, from time to time before the issuance of such stock, the preferences, restrictions and qualifications of, the fixed annual dividends on, the prices of redemption of, the sinking funds, if any, therefor, and the conversion rights, if any, of, such stock, to the full extent now or hereafter permitted by the laws of Maryland, but subject to the limitations or restrictions set forth in the Charter. Pursuant to the power hereby granted to and vested in the Board of Directors, but without limiting the generality of the foregoing, the Board of Directors may create one or more classes of preferred stock herein authorized by classification or reclassification of any unissued preferred stock, and, in connection with the creation of each such class of preferred stock, may fix and determine:

"(1) the designation of the stock of such class;

"(2) the rate of fixed annual dividends which the holders of stock of such class shall be entitled to receive before any dividend shall be set apart for or paid to the holders of the common stock, which rate shall not exceed \$1.40 per share per annum, the dates of payment thereof, and the date from which the dividends on such class of preferred stock shall be cumulative.

"(3) the redemption price or prices per share of the stock of such class, which shall not exceed \$23 per share plus an amount equal to all dividends accrued or in arrears in respect of such stock;

"(4) the preference of the stock of such class over the common stock out of the assets available for distribution to the stockholders, whether from capital, surplus or earnings, in the event of any voluntary or involuntary liquidation, dissolution or winding up of the Corporation, provided that such preference shall not exceed, in the case of involuntary liquidation, dissolution or winding up of the Corporation, the sum of \$20 per share or, in the case of voluntary liquidation, dissolution or winding up, an amount equal to the then redemption price of the stock of such class, plus, in each case, an amount equal to all dividends accrued or in arrears in respect of such stock whether or not earned or declared;

"(5) whether or not the stock of such class shall be entitled to the benefit of a sinking fund to be applied to the purchase or redemption thereof, and if so entitled, the amount of such fund, the manner of its application and the status of shares so purchased or redeemed;

"(6) whether or not the stock of such class shall be convertible into stock of the Corporation of any other class or classes, and if so convertible, the price or prices and other terms and conditions upon which such conversion may be made; and

"(7) whether or not the stock of such class shall be entitled to other rights in addition to those hereinafter set forth, including, without limitation,

3.

restrictive provisions with respect to the issuance of additional preferred stock of the same or any other class, the payment of dividends upon, or the making of any other distribution in respect of, the common stock, and the incurring of indebtedness, secured or unsecured, by the Corporation or any subsidiary (meaning any corporation the majority of the shares of the capital stock of which having voting power under ordinary circumstances is owned by the Corporation, either directly or through one or more subsidiary companies), provided that the shares of any one class shall be alike in all particulars.

Whenever the Board of Directors shall from time to time so create any class of preferred stock herein authorized by classifying or reclassifying any unissued preferred stock of the Corporation and, in connection therewith, shall so fix or alter the preferences, restrictions and qualifications, the fixed annual dividends on, the prices of redemption of, the sinking funds, if any, for, and the conversion rights, if any, of, such stock, pursuant to the power conferred by this Article FIFTH, and before any such preferred stock of such class shall be issued, a further description of such stock, with the preferences, restrictions and qualifications thereof, the fixed annual dividends thereon, the prices of redemption thereof, the sinking funds, if any, therefor, and the conversion rights, if any, thereof, as so fixed or altered by the Board of Directors, shall be set forth in articles supplementary to the Charter, which shall be executed, verified, acknowledged and delivered for record in the manner required or permitted by the laws of Maryland, and thereupon the provisions of any such articles supplementary shall become a part of the Charter of the Corporation and shall be subject to amendment to the same extent provided therein for amendments to the Charter.

"B. The preferences, voting powers, restrictions and qualifications applicable to each class of the preferred stock are as follows:

"(1) Out of the surplus or the net profits of the Corporation, the holders of each class of preferred stock shall be entitled to receive, when and as declared by the Board of Directors, dividends at the per annum rate determined as in paragraph A of this Article provided for such class, and no more, payable as hereinafter provided for the periods and on the dates as determined as aforesaid. Dividends on all shares of the preferred stock of any one class shall commence to accrue and shall be cumulative from the

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date fixed by the Board of Directors as aforesaid (hereinafter sometimes referred to as the date of cumulation), but in the event of the issue of additional shares of such class subsequent to the date of the first issue of shares of such class all dividends paid on the shares of such class prior to the issue of such additional shares and all dividends declared payable to holders of record of shares of such class of a date prior to such issue shall be deemed to have been paid in respect of the additional shares so issued. From and after the date of cumulation such dividends shall be cumulative (whether or not in any dividend period there shall be net profits or surplus of the Corporation legally available for the payment of such dividends), so that if at any time dividends upon the outstanding preferred stock of all classes, at the respective per annum rate determined as in said paragraph A provided from the dates of cumulation of such classes to the end of the current dividend period, shall not have been paid or declared and a sum sufficient for the payment thereof set apart for such payment, dividends to the amount of such deficiency shall be paid or declared and set apart for payment before any sum or sums shall be set apart for or applied to the purchase (except as hereinafter permitted under (5)) or redemption of the preferred stock, before any distribution, whether by way of dividends or otherwise, shall be declared or paid upon or set apart for the common stock and before any shares of common stock shall be purchased, retired, or otherwise acquired by the Corporation. All dividends declared on the preferred stock shall be declared pro rata so that the amounts of dividends declared on the preferred stock of different classes shall in all cases bear to each other the same proportions that the respective rates of such respective classes bear to each other.

"(2) Out of any surplus or any net profits of the Corporation remaining after making such provision for working capital and for reserves for any purpose as the Board of Directors may deem advisable, and after full cumulative dividends as aforesaid upon the preferred stock shall have been paid for all past dividend periods, and after or concurrently with making payment of or provision for full dividends on the preferred stock for the current dividend period, and after making such provision for the purchase or redemption of preferred stock as may be required for any class thereof or as the Board of Directors may deem advisable, then, and

not otherwise, the holders of the common stock shall be entitled to receive, to the exclusion of the holders of the preferred stock, such dividends, payable in cash, stock of any class or otherwise, as may from time to time be declared by the Board of Directors. So long as any of the preferred stock shall be outstanding, no dividends shall be declared or paid upon or set apart for the common stock, and no shares of common stock shall be purchased, retired or otherwise acquired by the Corporation or by any subsidiary, unless, after giving effect thereto, the net assets of the Corporation (gross assets less all debts and other liabilities other than capital stock liability, but including as liabilities reserves for contingencies provided in accordance with sound accounting practice and excluding contingent liabilities) shall exceed the aggregate amount which the holders of the outstanding preferred stock would be entitled to receive in preference to the holders of the common stock out of the assets of the Corporation available for distribution to stockholders in the event of any involuntary liquidation, dissolution or winding up of the Corporation.

"(3) The preferred stock shall be preferred over the common stock as to both earnings and assets and in the event of any voluntary or involuntary liquidation, dissolution or winding up of the Corporation, the holders of the preferred stock shall be entitled to receive out of the assets of the Corporation available for distribution to stockholders, whether from capital,

surplus or earnings, an amount determined as in paragraph A of this Article provided for every share of their holdings of preferred stock, before any distribution of the assets shall be made to the holders of the common stock; but the holders of the common stock shall be entitled, to the exclusion of the holders of the preferred stock, to share ratably according to the number of shares held by each in all the assets of the Corporation remaining after such distribution to the holders of the preferred stock. If the assets distributable as aforesaid among the holders of preferred stock shall be insufficient to permit the payment to such preferred stockholders of the preferential amounts aforesaid, then the entire assets of the Corporation to be distributed shall be distributed ratably among the holders of the preferred stock according to such preferential amounts. Neither a consolidation nor a merger of the Corporation with or into any other corporation or corporations, nor

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the sale of all or substantially all of the assets of the Corporation, shall be deemed a liquidation, dissolution or winding up within the meaning of this clause.

"(4) The term "dividends accrued or in arrears" whenever used herein or in any articles supplementary hereto with reference to the shares of the preferred stock of any class shall be deemed to mean (whether or not in any dividend period or in any part thereof with respect to which such term is used there shall have been any surplus or any net profits of the Corporation legally available for the payment of such dividends) that amount which shall be equal to cumulative dividends at the per annum rate determined as in said paragraph A provided from the date of cumulation to the date as of which such term is used (including an amount equal to the dividend at such rate for the elapsed portion of the current dividend period) less, in each case, the amount of all cumulative dividends paid upon such stock.

"(5) The preferred stock of any class at any time outstanding may be redeemed by the Corporation, in whole or in part at any time or from time to time, at the election of the Corporation expressed by resolution of the Board of Directors, upon not less than thirty (30) days' prior notice to the holders of record of the preferred stock to be redeemed, given as hereinafter provided, at the redemption price or prices, determined as in paragraph A of this Article provided, of the preferred stock to be redeemed; provided, however, that less than all of the preferred stock at any time outstanding may not be redeemed when any dividends are in arrears upon any of the shares of the preferred stock then outstanding. If less than all the outstanding preferred stock of any class is to be redeemed, the redemption may be made either by lot or otherwise, in such manner as may be prescribed by resolution of the Board of Directors. Notice of such redemption shall be given by publication at least once a week for three successive weeks in a newspaper printed in the English language and published and of general circulation in the Borough of Manhattan, The City of New York, the first such publication to be not less than thirty (30) nor more than sixty (60) days prior to the redemption date. A similar notice shall be mailed by the Corporation postage prepaid not less than thirty (30) nor more than sixty (60) days prior to such redemption date to

the respective holders of record of the preferred stock to be redeemed at their respective record addresses, but the mailing of such notice shall not be a condition precedent to such redemption. If such notice shall have been so given by publication and default is not made in the payment of the redemption price pursuant thereto, then from and after the date fixed for redemption in such notice all dividends on the preferred stock thereby called for redemption shall cease to accrue and all rights of the holders thereof as such stockholders of the Corporation, except the right to receive the redemption price, shall cease and determine. If such notice shall have been so given by publication and the Corporation shall, prior to the redemption date specified in such notice, deposit moneys in trust for the payment of the redemption price pursuant thereto with any banking firm, bank or trust company having its principal office in the Borough of Manhattan, The City of New York, and having a capital of at least \$5,000,000, to be applied to such redemption, then from and after the date of such deposit, all rights of the holders of the preferred stock so called for redemption as such stockholders of the Corporation shall cease and determine, except the right to receive the redemption price therefor and to exercise the conversion rights thereof, if any, determined as in paragraph A of this Article provided. Any moneys so deposited which shall not be required for such redemption because of such exercise of conversion rights subsequent to the date of such deposit shall be returned to the Corporation forthwith. Any moneys unclaimed at the end of six years from such redemption date shall be repaid to the Corporation. Except as otherwise determined as in Paragraph A(5) of this Article provided, preferred stock redeemed or purchased shall have the status of authorized and unissued preferred stock and, until the classification thereof shall have been changed, shall retain the classification thereof obtaining before such redemption or purchase.

The Corporation shall not at any time purchase any shares of its preferred stock at a price in excess of the redemption price then in effect for such shares, and, while any dividends on any class of preferred stock shall be in arrears, the Corporation shall not purchase any shares of preferred stock except in accordance with a call for tenders or a purchase offer

extended to all holders of preferred stock upon the same terms for all shares of any one class of such stock and upon terms which are equitable as between shares of different classes.

"(6) Each holder of record of preferred stock shall, on all matters on which holders of common stock are entitled to vote, and voting as a single class together with the holders of the common stock, be entitled to one vote for each share of preferred stock standing in his name on the books of the Corporation; and in addition the holders of shares of preferred stock shall have voting power as hereinafter set forth:

"(a) If and whenever dividends on any class of the preferred stock shall be in arrears and such arrears shall aggregate an amount equal to dividends (whether or not consecutive), representing at least one and one half ($1\frac{1}{2}$) years accrual, then the number of directors of the Corporation shall be increased by two, and the preferred stock shall have the right, all classes voting together, to elect two additional directors to fill the vacancies on the Board thus created, until all arrearages in dividends on the preferred stock shall have been paid in full and the dividends thereon for the current dividend period shall have been

declared and set apart for payment, and thereupon all voting rights and rights to notice of stockholders' meetings provided for in this subparagraph (a) shall be divested from the preferred stock (subject, however, to being, at any time or from time to time, similarly revived and divested). At any time after the holders of the preferred stock shall have thus become entitled to elect two additional members of the Board of Directors of the Corporation, the Secretary of the Corporation may, and upon the written request of holders of record of at least 10% of the preferred stock then outstanding addressed to him at the statutory office of the Corporation in Maryland shall, call a special meeting of the holders of preferred stock for the purpose of electing such directors, to be held within 40 days of the receipt of such request at said office of the Corporation upon the notice provided by law and the By-laws of the Corporation for the holding of special meetings of stockholders; provided, however, that the Secretary need not call any such special meeting at the request of such holders of preferred

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9.

stock if the annual meeting of stockholders is to convene within 90 days after receipt by the Secretary of such request. If such special meeting shall not be called by the Secretary within 20 days after the receipt of such request (not including, however, a request falling within the proviso to the foregoing sentence), then the holders of record of at least 10% of the preferred stock then outstanding may designate in writing one of their number to call such a meeting at the place and upon the notice above provided, and any person so designated for that purpose shall have access to the stock books of the Corporation for such purpose. At any such special meeting or at any annual meeting at which the holders of preferred stock shall be entitled to vote for the election of two additional directors as aforesaid, the holders of twenty-five percent (25%) of the then outstanding preferred stock present in person or by proxy shall be sufficient to constitute a quorum for the election of such two additional directors and for no other purpose, and the vote of the holders of a majority of the preferred stock so present at any such meeting at which there shall be such a quorum shall be sufficient to elect such two additional directors. The two persons so elected as directors by the preferred stock, together with the directors elected by the common stock and any other class of stock having voting rights for the election of directors, shall constitute the Board of Directors of the Corporation. Whenever the preferred stock shall be divested of such voting right as hereinabove in this subparagraph (a) provided, the directors so elected by the preferred stock shall thereupon cease to be directors of the Corporation, and thereupon the number of directors shall be reduced by two.

"(b) The Corporation reserves the right to amend its Charter so as to change the terms of any of its outstanding stock by classification, reclassification or otherwise without authorization of the holders of all of such stock, but the Corporation shall not, so long as any preferred stock is outstanding,

"(1) without the affirmative consent (given in writing or at a meeting duly called for that purpose) of the holders of two-thirds of the outstanding shares of preferred stock (all classes voting as one group),

(1) alter or amend the preferences, voting powers, restrictions, qualifications or other terms of the preferred stock so as to adversely affect any of the preferred stock; provided, however, that, if the proposed alteration or amendment shall adversely affect one or more but not all classes of preferred stock then outstanding such alteration or amendment may be effected with the affirmative consent (given as aforesaid) only of the holders of two-thirds of the outstanding shares of each class of preferred stock adversely affected (but if more than one class is adversely affected in the same manner, then with respect to those classes there need only be the affirmative consent of two-thirds of the aggregate of those classes voting as a group); or

(ii) create any class of stock which shall rank prior to the preferred stock in respect of either payment of dividends or distribution of assets upon dissolution, liquidation or winding up of the Corporation;

or

"(2) without the affirmative consent (given as aforesaid) of the holders of a majority of the outstanding shares of preferred stock (all classes voting as one group),

(i) increase the amount of preferred stock authorized to be issued beyond 150,000 shares, or

(ii) create any class of stock which shall rank on a parity with the preferred stock in respect of either payment of dividends or distribution of assets upon dissolution, liquidation or winding up of the Corporation.

"C. Each holder of record of common stock shall be entitled to one vote for each share of such stock standing in his name on the books of the Corporation.

"D. No holder of preferred stock and no holder of common stock shall, as such holder, have any right to purchase or subscribe for any shares of the capital stock of the Corporation of any class, or any instrument or instruments that shall confer upon the holder or holders thereof the right to subscribe for or to purchase or receive from the Corporation any shares of the capital stock of the Corporation of any class, which it may issue or sell (whether out of the number of shares authorized by the Charter, or by any amendment hereto, or out of any shares of the capital stock of the Corporation acquired by it after the issue thereof), or any right to purchase or subscribe for any obligation which the Corporation may issue or sell that shall be convertible into, or exchangeable for, any shares of the capital stock of the Corporation of any class, other than such right, if any, as the Board of Directors in its discretion may from time to time determine."

SECOND: That the Board of Directors of the Corporation, at a meeting duly convened and held on March 19, 1957, duly advised the amendment of the Charter of the Corporation hereinabove set forth by passing a resolution declaring that said amendment is advisable and directing that it be submitted for action thereon at the annual meeting of stockholders of the Corporation called to be held on April 24, 1957, or at any adjournment thereof.

THIRD: That the annual meeting of stockholders of the Corporation, called by the Board of Directors of the Corporation as aforesaid and duly warned in the manner provided by law, was held at New York, New York, on April 24, 1957, and at said meeting

the stockholders, by the affirmative vote of the holders of a majority (being the vote required by the Charter of the Corporation) of the shares of its Common Stock, its only class of stock outstanding and entitled to vote, duly adopted the amendment of the Charter of the Corporation hereinabove set forth.

FOURTH: (a) That the total number and par value of the shares of the capital stock heretofore authorized and the number and par value of the shares of each class are as follows:

3,560,002 shares, of which 60,002 shares are Preferred Stock without par value, and 3,500,000 shares are Common Stock of the par value of \$1 each, amounting to \$3,500,000 par value in the aggregate.

(b) That the total number and par value of the shares of the authorized capital stock as increased and the number and par value of the shares of each class are set forth in Article FIRST hereof.

(c) That the preferences, voting powers, restrictions and qualifications of each class of the authorized capital stock as increased are as set forth in Article FIRST hereof.

IN WITNESS WHEREOF, FAIRCHILD ENGINE AND AIRPLANE CORPORATION has caused these presents to be signed in its name and on its behalf by its President or one of its Vice Presidents and its corporate seal to be hereunto attached and attested by its Secretary, on this 24th day of April, 1957.

FAIRCHILD ENGINE AND AIRPLANE CORPORATION

By Richard S. Boutelle
President
Richard S. Boutelle

Attest:



Paul S. Cleaveland
Secretary
Paul S. Cleaveland

STATE OF MARYLAND)
) ss.:
COUNTY OF WASHINGTON)

I HEREBY CERTIFY that on April 24, 1957, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Washington, personally appeared Richard S. Boutelle, President of FAIRCHILD ENGINE AND AIRPLANE CORPORATION, a Maryland corporation, and in the name and on behalf of said Corporation acknowledged the foregoing Articles of Amendment to be the corporate act of said Corporation; and at the same time personally appeared Paul S. Cleaveland and made oath in due form of law that he was Secretary of the meeting of stockholders of said Corporation at which the amendment of the Charter of said Corporation set forth in said Articles of Amendment was adopted, and that the matters and facts set forth in said Articles of Amendment are true to the best of his knowledge, information and belief.

WITNESS my hand and notarial seal, the day and year last above written.



Margaret A. Shaw
Margaret A. Shaw

My Commission Expires: May 6, 1957.

Notary Public

ARTICLES OF AMENDMENT
OF
FAIRCHILD ENGINE AND AIRPLANE CORPORATION

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
JUL 25 12 05 PM '57
FILED
LAW OFFICE OF
C. MERLIN SNYDER
CLERK

approved and received for record by the State Tax Commission of Maryland,
April 25, 1957 at 10:45 o'clock A. M. as in conformity
with law and ordered recorded.

A 8953

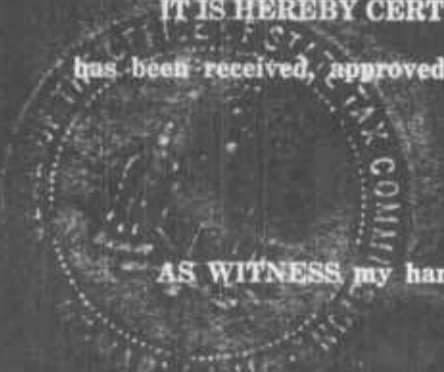
APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-35, folio 14, one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$ 60.00 Recording fee paid \$ 26.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.



AS WITNESS my hand and seal of the said Commission at Baltimore.

[Handwritten Signature]
Secretary

Recorded July 25, 1957 at 12:05 P.M. Liber 7

ARTICLES OF INCORPORATION

OF

TRUSTEES OF THE LEITERSBURG GOSPEL CHURCH

THIS IS TO CERTIFY:

That the majority of the persons of the congregation of the Leitersburg Gospel Church in Washington County, Maryland, above the age of twenty-one years, being desirous of electing certain sober and discreet persons to act as trustees in the name and behalf of the Leitersburg Gospel Church and to manage the estate, property, interest, and inheritance of the same after such trustees shall become a body corporate under and in pursuance of the provisions of the Code of Public General Laws of the State of Maryland in such cases made and provided, did assemble together in their meeting house in Leitersburg, Maryland, on March 31, 1957, pursuant to notice, and such members did then and there elect according to the law and common usage of the Church as and for such trustees the following sober and discreet persons, members of said congregation, and above the age of twenty-one years, namely:

William O. Miles
Route 5
Hagerstown, Maryland

Glenn W. Haines
Route 5
Hagerstown, Maryland

Robert W. Blair
Route 5
Hagerstown, Maryland

Perry O. Miles
Route 5
Hagerstown, Maryland

And the members of said congregation did also then and there determine upon the following plan, agreement, or regulation, to-wit:

Article I - The name of the congregation shall be "LEITERSBURG GOSPEL CHURCH," and the name of the corporation shall be "TRUSTEES OF THE LEITERSBURG GOSPEL CHURCH."

Article II - There shall be an annual business meeting

of the members of the congregation of the Leitersburg Gospel Church on the last Sunday in April of each and every year, of which notice shall be given to the members in advance. In order to constitute a quorum at any meeting a majority of the members of the congregation must be present in person or by proxy.

Article III - Every two years there shall be elected at the annual meeting by the ballot of the members of the congregation above twenty-one years of age ~~four~~ sober and discreet male members of the congregation above twenty-one years of age to be the trustees of the corporation for the ensuing two years. No individual shall be considered elected unless he receives a majority of all of the votes of the members present and qualified to vote. In the event there shall be no election at the annual meeting the trustees then in office shall continue in office until others are elected and qualified.

Article IV - All business of the congregation shall be transacted at the annual business meeting or at special meetings assembled in accordance with the provisions of such by-laws or rules as may hereafter from time to time be adopted in conformity with the laws of the State of Maryland. All such proceedings shall be registered in a good and sufficient record book provided and kept for that purpose.

Article V - All property, real, personal, and mixed, of whatever kind and description and wheresoever situate, shall be held by and in the name of the corporation for the benefit and interest of the congregation and subject to the direction of the majority of the qualified members of the congregation present at meetings lawfully called and held. The corporation shall purchase, sell, mortgage, lease, or otherwise acquire and dispose of any property only when directed so to do by the majority of the qualified members of the congregation and when so directed, the trustees then in office shall authorize their duly elected president or a vice-president and secretary or treasurer for and in the name of the corporation to execute and deliver all requisite deeds, leases, mortgages, or other instruments in writing. The trustees shall elect a president, vice-presidents, a secretary, and a treasurer,

whose duties, unless otherwise provided, shall be those usually attendant to such offices. All proceedings of the trustees shall be recorded.

Article VI - The trustees by virtue of their office shall exercise no control or influence whatsoever in the discipline of the congregation.

Article VII - Whenever any trustee shall cease to be a member of the congregation, he shall automatically cease to be a member of the corporation. Whenever any trustee shall cease to be a member of the corporation by reason of his death, resignation, removal, or otherwise, a majority of the remaining trustees shall fill such vacancy by the election of another duly qualified member of the congregation, who shall hold office until the next annual business meeting of the congregation and until his successor is elected and qualified.

Article VIII - The said religious corporation shall be undenominational in character and shall not be under the control or authority of any religious denomination but shall be for the purpose of worshiping God according to the dictates of the conscience of its members.

Article IX - That should this religious corporation be dissolved pursuant to the laws of the State of Maryland, then all assets of said corporation shall be converted into cash by the last duly elected trustees or the survivors of them or such other person or persons as shall be duly and legally authorized to do so, and after the payment of all debts and obligations of said religious corporation the balance remaining, if any, shall be distributed and paid to all members of the corporation, whose names appear on the roster, who are twenty-one years of age or over.

Article X - The post office address of the place at which the principal office of the corporation in this state will be located is Route 5, Hagerstown, Washington County, Maryland. The resident agent of the corporation is Miss Cora Marie Miles, whose post office address is Route 5, Hagerstown, Maryland.

Said resident agent is a citizen of the State of Maryland and actually resides therein.

IN WITNESS WHEREOF the undersigned have executed these Articles of Incorporation this 15th day of April, 1957.

WITNESS:

Janet L. Shryock
JANET L. SHRYOCK

William O. Miles (SEAL)
William O. Miles

Janet L. Shryock
JANET L. SHRYOCK

Glenn W. Haines (SEAL)
Glenn W. Haines

Janet L. Shryock
JANET L. SHRYOCK

Robert W. Blair (SEAL)
Robert W. Blair

WITNESS:

Janet L. Shryock
JANET L. SHRYOCK

Perry O. Miles (SEAL)
Perry O. Miles

STATE OF MARYLAND, WASHINGTON COUNTY, To-wit:

I HEREBY CERTIFY That on this 15th day of April, A.D., 1957, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared William O. Miles, Glenn W. Haines, Robert W. Blair, and Perry O. Miles and severally acknowledged the foregoing Articles of Incorporation to be their act.

As witness my hand and Notarial Seal.



Janet L. Shryock
Janet L. Shryock
Notary Public

My Commission Expires:
May 6, 1957

LIBER
LAND RECORDS
G. MERLIN SNYDER
CLERK

JUL 25 12 05 PM '57

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

ARTICLES OF INCORPORATION
OF
TRUSTEES OF THE LEITERSBURG GOSPEL CHURCH

approved and received for record by the State Tax Commission of Maryland,
April 18, 1957 at 10:14 o'clock A.M. as in conformity
with law and ordered recorded.

A 8821

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-33, folio 423, one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$..... Recording fee paid \$.....10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.



AS WITNESS my hand and seal of the said Commission at Baltimore.

[Signature]
Secretary

Recorded July 25, 1957 at 12:05 P.M. Liber 7

MARTIN MANOR REST HOME, INCORPORATED

ARTICLES OF INCORPORATION

FIRST: WE, THE UNDERSIGNED, Audrey L. Martin, whose post office address is No. 669 Highland Way, Hagerstown, Maryland, John W. Martin, whose post office address is No. 669 Highland Way, Hagerstown, Maryland, and Richard Motz, whose post office address is No. 1150 Carroll Heights Boulevard, Hagerstown, Maryland, each being at least twenty one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is MARTIN MANOR REST HOME, INCORPORATED.

THIRD: The purposes for which the Corporation is formed are as follows:

a. To establish, maintain, conduct, and operate a convalescent and nursing home for the care, maintenance and rehabilitation of persons suffering from illness, infirmity, and invalidism in Washington County, State of Maryland, and at such other place or places that may be determined by the Board of Directors of this Corporation, and to do and transact such other business, subject to the laws of this or any other State or County, that may be calculated to promote the interests of the Corporation.

b. To purchase or otherwise acquire, and to own, develop, sell, mortgage, or otherwise dispose of real estate, real property, and all interest and rights therein, without limit or amount, and to the same extent as natural persons might or could do, and in any of the states or territories of the United States.

c. To do all and everything necessary, suitable or proper for the accomplishment of any of the purposes or the attainment of any of the objects or the furtherance of any of the powers hereinbefore set forth, either alone or in association with other corporations, firms or individuals, and to do every other act or acts, thing or things incidental or appurtenant to or growing out of or connected with the aforesaid business or powers of any part or parts thereof, provided the same be not inconsistent with the laws under which this corporation is organized.

The objects and purposes shall, except when otherwise expressed, be in no way limited or restricted by reference to, or inference from, the terms of any other clause of this or any other Article of this Certificate of Incorporation, or of any Amendment thereto, and shall be regarded as independent, and construed as powers as well as objects and purposes.

The Corporation shall be authorized to exercise and enjoy all of the powers, rights, and privileges granted to, or conferred upon corporations of a similar character by the General Laws of the State of Maryland, now or hereinafter in force, and the enumeration of the foregoing powers shall not be deemed to exclude any powers, rights, or privileges so granted or conferred.

FOURTH: The post office address of the principal office of the Corporation in this State is No. 1222 Virginia Avenue, Hagerstown, Maryland. The name and post office address of the resident agent of the Corporation in this State is Audrey L. Martin, No. 1222 Virginia Avenue, Hagerstown, Maryland. Said resident agent is an individual actually residing in this State.

FIFTH: The total number of shares of stock which the corporation has authority to issue is 1000 shares of the par value of One Hundred (\$100.00) Dollars a share, all of one class and having an aggregate par value of One Hundred Thousand (\$100,000.00) Dollars.

SIXTH: The number of directors of the Corporation shall be three (3), which number may be increased pursuant to the by-laws of the Corporation, but shall never be less than three; and the names of the directors who shall act until the first annual meeting or until their successors are fully chosen and qualify are Audrey L. Martin, John W. Martin and Richard Motz.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

(1) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized.

(2) The Board of Directors of the Corporation is hereby empowered to authorize the issuance to Audrey L. Martin, One Hundred Eighty(180) shares, and to John W. Martin, One Hundred Eighty (180) shares, all fully paid and non-assessable of the par value of One Hundred (\$100.00) Dollars a share, for the following considerations: The assignment, sale and transfer to the corporation

ARTICLES OF INCORPORATION
OF
MARTIN MANOR REST HOME, INCORPORATED

LIBER
FOLIO
A. MERLIN SWADES
OFFICIAL
JUL 25 12 05 PM '57
STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

approved and received for record by the State Tax Commission of Maryland,
April 17, 1957 at 9:15 o'clock A. M. as in conformity
with law and ordered recorded.

A 8809

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-33, folio 361, one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.



AS WITNESS my hand and seal of the said Commission at Baltimore.

[Signature]
Secretary

ARTICLES OF INCORPORATION

FIRST: We, the undersigned, Dr. S. Earl Young of 148 North Potomac Street, Hagerstown, Maryland, Albert Donus, 1012 Fairview Road, Hagerstown, Maryland, and Charles C. Grice, Grice Building, Hagerstown, Maryland, each being at least twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is "BETTY WINN, INCORPORATED".

THIRD: The purpose for which the corporation is formed are as follows:

a. To buy, sell, manufacture, and carry on the business of printers, stationers, engravers, designers; and to engage generally in the art, trade, and business of printing, engraving, lithographing, and all other methods of printing, or producing or reproducing, printing, engraving and representations or impressions of all kinds.

b. To print, publish, bind, and buy, sell, and deal in papers, advertising, and printed matter of all kinds; to hold, use, sell, circulate, distribute, and dispose of the same; and generally to do all things incidental to or connected with the business of printing, publishing, and all general types of secretarial services.

c. To carry on a general telephone answering and communication business and all of its branches relative thereto and to conduct and carry on any other business which may be capable of being profitably carried on in connection with the company's business, and to carry on any business that is adapted directly or indirectly to add to the value of the company's property and the profits of its authorized business.

d. To purchase or otherwise acquire, and to own, develop, sell, mortgage, or otherwise dispose of real estate, real property, and all interest and rights therein, without limit or amount, and to the same extent as natural persons might or could do, and in any of the states or territories of the United States.

e. To do all and everything necessary, suitable or proper for the accomplishment of any of the purposes or the attainment of any of the objects or the furtherance of any of the powers hereinbefore set forth, either alone or in association with other corporation, firms or individuals, and to do every other act or acts, thing or things incidental or appurtenant to or growing out of or connected with the aforesaid business or powers of any part or parts thereof, provided the same be not inconsistent with the laws under which this corporation is organized.

FOURTH: The Post Office address of the principal office of the Corporation in this State is No. 25 East Antietam Street, Hagerstown, Maryland. The name and post office address of the resident agent of the Corporation in this State is Charles C. Grice, Grice Building, Hagerstown, Maryland. Said resident agent is an individual actually residing in this State.

FIFTH: The total number of shares of stock which the

corporation has authority to issue is 1000 shares of the par value of One Hundred (\$100.00) Dollars a share, all of one class and having an aggregate par value of One Hundred Thousand (\$100,000.00) Dollars.

SIXTH: The number of the directors of the corporation shall be three (3), which number may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than three; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are Dr. S. Earl Young, Albert Donus and Charles C. Grice.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

a. The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on April 2nd, 1957.

WITNESS:

Marie A. Welborn
Marie A. Welborn

Dr. S. Earl Young
Dr. S. Earl Young

Albert Donus
Albert Donus

Charles C. Grice
Charles C. Grice

STATE OF MARYLAND,
COUNTY OF WASHINGTON, ss:

I HEREBY CERTIFY, That on this 2nd day of April, 1957, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Washington, personally Dr. S. Earl Young, Albert Donus and Charles C. Grice, and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Notarial Seal, the day and year last above written.

Marie A. Welborn
Marie A. Welborn
Notary Public



My Commission Expires:
May 6, 1957.

ARTICLES OF INCORPORATION
OF
BETTY WINN, INCORPORATED

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
JUL 25 12 05 PM '57
LIBER
LAMB
G. MERLIN SWYDER
CLERK

approved and received for record by the State Tax Commission of Maryland,
April 8, 1957 at 9:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 8704

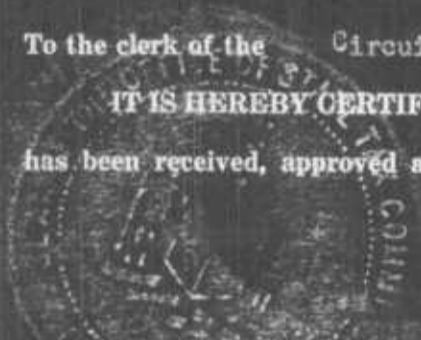
APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-32, folio 355, one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.



AS WITNESS my hand and seal of the said Commission at Baltimore.

[Handwritten Signature]
Secretary

Recorded July 25, 1957 at 12:05 P.M. Liber 7

HAGERSTOWN TRUCK RENTAL CO., INCORPORATED

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Amos C. Baer whose postoffice address is Maugansville, Maryland, Hazel E. Baer whose postoffice address is Maugansville, Maryland, and W. Warren Stultz whose postoffice address is 19 N. Jonathan Street, Hagerstown, Maryland, all being of full legal age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

SECOND: The name of the Corporation is Hagerstown Truck Rental Co., Incorporated.

THIRD: The purpose or purposes for which the corporation is formed and the business or objects to be carried on and promoted by it are as follows:

To procure, purchase, lease, own, lay out, build, equip, furnish, maintain and operate a motor vehicle and/or trailer rental business and/or automobile garage, sales, service parts and repair establishment; to procure, purchase, own, lease, sell or otherwise deal in all and every kind of motor vehicles, automobiles, parts, accessories, gas, oil, grease, utensils and appliances of every kind and description incident to the conduct of said motor vehicle and/or trailer rental business and/or automobile garage, sales, sales, service, parts and repair establishment, or of any other articles of property which may be desirable in connection with the conduct of a general automobile, truck and/or trailer rental, sales, service and repair business; to procure, manufacture, purchase sell any tools, appliances, machinery or equipment used in the furtherance or carrying on of the aforesaid objects or purposes; and to purchase, own, hold, lease, convey, mortgage, pledge, transfer, acquire or dispose of any lands, buildings and other structures, and all property, whether real, personal or mixed, of every kind, class, description and character whatsoever, or any interest therein wanted, necessary or desirable for the carrying on and promoting of the aforesaid objects, purposes or business, or either or any of them, and to procure, sell, mortgage, lease, improve, construct, invest and deal in any real estate, of every kind and character, and wheresoever situate; and to construct,

equip, operate, buy, sell, lease, rent, hire, manage and control, 327.
buildings, factories, stores, warehouses, and all other structures
of every kind and description, wheresoever situate, together with
all kinds of machinery, tools, implements, apparatus, equipment,
automobiles, wagons, trucks, trailers, stock, appliances, mer-
chandise, and all other things or property of every kind and char-
acter needed, wanted, necessary, used or desired in the furtherance
or carrying on or promoting of the aforesaid objects, businesses
or purposes, or either or any of them; and to purchase, own sell,
acquire and dispose of in any lawful manner the property, rights,
business, structures, stocks, bonds, securities, good will, franchises,
assets, or any part thereof, of every kind of any corporation, asso-
ciation, firm or individual carrying on in whole or any part for
said business, or either of them of any allied manufacture, commer-
cial, wholesale or retail business, or other business or enterprise
of any kind whatsoever, or any other business to carry on and
assume in any lawful manner the indebtedness or liabilities thereof,
and to undertake, guarantee, assume and pay the same in any lawful
manner, and from time to time do any one or more of the acts and
things hereinabove set forth, and to carry on any other business
which may seem to the Corporation to be calculated, directly or
indirectly, to effectuate the aforesaid purposes or objects, or
either or any of them, to facilitate it in the transaction of its
business, or any part thereof, or in the transaction of any other
business that may be calculated, directly or indirectly, to enhance
the value of its property or rights provided for in the transaction
of its business; the corporation shall be subject to the laws of
the jurisdiction in which the same is transacted or its property
may be located, this Corporation is formed upon and subject to
the articles, conditions and provisions herein expressed, and to
the provisions, limitations relating to corporations which are
contained in the Public General Laws of the State of Maryland.
The said Corporation shall have full power to do any or all the
acts, matters and things hereinbefore set forth, and shall also
have all the powers insofar as the same may be applicable to it
enumerated and more particularly set out in Article 23 of the
Code of Public General Laws of the State of Maryland relating to
corporations, and all amendments and supplements thereto, and to
every act or thing not inconsistent with law which may be appropri-
ate to promote and attain the objects and purposes for which or
for any of which this Corporation is formed.

FOURTH: Principal office and Resident Agent. The postoffice address of the place at which the principal office of the Corporation in this State will be located is No. 78 West Lee Street, Hagerstown, Maryland. The resident agent of the Corporation is Amos C. Baer whose postoffice address is Maugansville, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: Directors. The corporation shall have three Directors Amos C. Baer, Hazel E. Baer and W. Warren Stultz shall act as such until the first annual meeting of stockholders or until their successors are duly chosen and qualified.

SIXTH: Capital Stock. The total amount of the authorized capital stock of the corporation is One Hundred Thousand (\$100,000.00 Dollars par value divided into ten thousand shares of the par value of Ten (\$10.00) Dollars each.

SEVENTH: The Corporation shall have perpetual existence.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 5th day of ^{April} ~~February~~ 1957.

Witnesses:

Margaret S. Greene
Margaret S. Greene
Margaret S. Greene

Amos C. Baer
Amos C. Baer
Hazel E. Baer
Hazel E. Baer
W. Warren Stultz
W. Warren Stultz

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I hereby certify, that on this 5th day of ^{April} ~~February~~ 1957, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared Amos C. Baer, Hazel E. Baer and W. Warren Stultz and did each acknowledge the foregoing Articles of Incorporation to be their respective act and deed.

Witness my hand and Notarial Seal the day and year last above written.

Margaret S. Greene
Notary Public

My Commission expires: 5/6/57



STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
JUL 25 12 05 PM '57
LIBER
LAW OFFICE
G. MERLIN SHYDER
CLERK

ARTICLES OF INCORPORATION
OF
HAGERSTOWN TRUCK RENTAL CO., INCORPORATED

approved and received for record by the State Tax Commission of Maryland,
April 8, 1957 at 3:11 o'clock P. M. as in conformity
with law and ordered recorded.

A 8756

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-33, folio 78, one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.



AS WITNESS my hand and seal of the said Commission at Baltimore.

Edgar W. Atkin
Secretary

Recorded July 25, 1957 at 12:05 P.M. Liber 7

CERTIFICATE OF INCORPORATION
OF

BOHN BROTHERS, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Earl Bohn, whose post office address is 542 Guilford Avenue, Hagerstown, Maryland, ^E Miriam Bohn, whose post office address is 542 Guilford Avenue, Hagerstown, Maryland, Donald D. Bohn, whose post office is 542 Guilford Avenue, Hagerstown, Maryland, Marie H. Bohn, whose post office address is 542 Guilford Avenue, Hagerstown, Maryland, all being of full legal age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

SECOND: That the name of the corporation (which is hereinafter called the "Corporation") is:

BOHN BROTHERS, INC.

THIRD: The purposes for which the Corporation is formed, and the business or objects to be carried on and promoted by it are as follows:

(a) To carry on and conduct a manufacturing and distributing concern, wholesale and retail of potato chips and like products.

(b) To carry on any other business in connection with the foregoing, whether manufacture or otherwise.

(c) To purchase, hold, and re-issue the shares of its capital stock in such manner as the Board of Directors may from time to time determine.

FOURTH: The post office address of the place at which the principal office of the Corporation in this State will be located is 542 Guilford Avenue, Hagerstown, Maryland. The resident agent of the Corporation is Donald D. Bohn, whose post office address is 542 Guilford Avenue, Hagerstown, Maryland. Said resident agent is a citizen of the State of Maryland, and actually resides therein.

FIFTH: The total authorized capital stock of the Corporation is \$100,000.00, divided into 5,000 shares of common stock of the par value of \$20.00 each.

SIXTH: The Corporation shall have four (4) directors, and Earl F. Bohn, Miriam^F Bohn, Donald D. Bohn, and Marie H. Bohn, shall act as such until the first annual meeting, or until their successors are duly chosen and qualified.

SEVENTH: The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock, with or without par value, of any class, and securities convertible into shares of its stock, with or without par value, of any class, for such considerations as said Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the By-laws of the Corporation.

IN WITNESS WHEREOF, we have signed this Certificate of Incorporation on

WITNESS AS TO ALL:

J. C. Werner
J. C. WERNER

Donald D. Bohn (SEAL)
Donald D. Bohn
Earl F. Bohn (SEAL)
Earl F. Bohn
Miriam E. Bohn (SEAL)
Miriam E. Bohn
Marie H. Bohn (SEAL)
Marie H. Bohn

STATE OF MARYLAND:
:SS
CITY OF BALTIMORE:

THIS IS TO CERTIFY, That on April 1, 1957 before me, the subscriber, a Notary Public of the State of Maryland, in and for Baltimore City aforesaid, personally appeared, EARL F. BOHN, DONALD D. BOHN, MIRIAM^E BOHN, and MARIE H. BOHN, and severally acknowledged the foregoing Certificate of Incorporation to be their respective act.

AS WITNESS my hand and notarial seal.

J. C. Werner
J. C. WERNER



LIBER
AUG 25 12 05 PM '57
A. MERLIN SNYDER
CLERK

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

ARTICLES OF INCORPORATION
OF
BOHN BROTHERS, INC.

approved and received for record by the State Tax Commission of Maryland,
April 2, 1957 at 9:00 o'clock A.M. as in conformity
with law and ordered recorded.

A 8672

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber 2-32, folio 173, one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.

[Signature]
Secretary

4/9/75 Del. to Phillip Anah Minister
Recorded July 25, 1957 at 12:05 P.M. Liber 7

PENTECOST CHRISTIAN HOLINESS CHURCH
ARTICLES OF INCORPORATION

FIRST: We, the undersigned, Daniel Blickenstaff, whose post office address is 1510 Rosemont Avenue, Frederick, Maryland, John E. Coulter, whose post office address is R. F. D. #1, Knoxville, Maryland, Melvin W. Phillips, whose post office address is R. F. D. #1, Knoxville, Maryland, Emory C. McGolerick, whose post office address is R. F. D. #1, Knoxville, Maryland, Earl Himes, whose post office address is 107 S. Main Street, Boonsboro, Maryland, Arthur Travis, whose post office address is R. F. D. #1, Middletown, Maryland, and Marvin O. Baer, whose post office address is R. F. D. #1, Knoxville, Maryland, each being at least twenty-one years of age, do hereby associate ourselves as incorporators, with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the Corporation), is: "PENTECOST CHRISTIAN HOLINESS CHURCH".

THIRD: The purposes for which the Corporation is formed and the business or objects to be carried on and promoted by it are as follows:

(a) To form a church organization or congregation to bring to the people of the community a vital knowledge of Jesus Christ as Lord and Saviour and to promulgate the Gospel of the New Testament Scriptures.

(b) To promote the spirit and practice of Christian Brotherhood among its members.

(c) To develop activity in the community in which the congregation is located in all that relates to spiritual betterment, thereby helping to spread abroad the Gospel of Jesus.

(d) The Corporation shall have power to improve, buy and sell real estate, wheresoever situate, and fixtures and per-

sonal property incident thereto and connected therewith; to acquire by purchase, lease or otherwise, lands, tenements, hereditaments, or any interest therein, and to improve the same; to sell, lease, mortgage, pledge or otherwise dispose of the lands or other property of the Corporation, absolutely or upon condition; provided, however, that any or all of the powers contained in this paragraph shall first have been approved by the congregation after ten days' notice, at which meeting ten adult members shall constitute a quorum.

(e) The Corporation shall have all the General Powers conferred by Article 23, Sections 248-288 of the Code of General Laws, 1951, or any amendments thereto, and the enumeration of specific powers in this Articles of Incorporation are in furtherance of and not in limitation of the General Powers conferred by law.

FOURTH: The principal office of the Corporation in the State of Maryland will be in Washington Co., Maryland. The resident agent of the Corporation is Martha J. Coulter, whose post office address is R. F. D. #1, Knoxville, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The property and business of the Corporation shall be conducted and managed by a Board of not less than seven (7) directors or Trustees, six (6) of whom shall be members of the congregation in good and regular standing, above twenty-one years of age, the Pastor in charge making the seventh (7th) member. The maximum number of Trustees shall not exceed ten (10). They shall be elected by the congregation annually on the first Wednesday in June of each year, or, in the event of failure to elect on that date for any cause whatsoever, as soon as convenient thereafter, provided, however, that the said newly elected Trustees shall not assume their duties as such until the first day of June of the same year in which they are elected, and shall hold office until their successors are fully elected and qualify. Until the first annual meeting and until their successors are duly chosen and qualify, the Board of Trustees shall consist of the incorporators as hereinabove set forth.

The congregation shall formulate and adopt By-Laws, rules, regulations and practices for directing and managing its congregational or temporal affairs.

Any By-Laws adopted by the congregation may be amended or new By-Laws adopted, or the provisions of the Articles of Incorporation may be amended at any annual or special meeting of the Corporation called for this purpose, a majority of the members of the congregation above twenty-one years of age constituting a quorum for the transaction of such business. The purpose of such meeting shall be announced from the pulpit at two consecutive regular church services, not less than ten (10) days intervening between said services.

SIXTH: The Corporation shall have no capital stock.

SEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on this 28th day of March, 1957.

WITNESS:

Daniel Blickenstaff (SEAL)
Daniel Blickenstaff

John E. Coulter (SEAL)
John E. Coulter

Melvin W. Phillips (SEAL)
Melvin W. Phillips

Emory C. McGolerick (SEAL)
Emory C. McGolerick

Earl Himes (SEAL)
Earl Himes

Arthur Travis (SEAL)
Arthur Travis

Marvin O. Baer (SEAL)
Marvin O. Baer

W. H. Kennedy
W. H. Kennedy

STATE OF MARYLAND, FREDERICK COUNTY, to-wit:

I HEREBY CERTIFY, That on this 28th day of March, 1957, before me, the subscriber, a Notary Public of the State of Maryland, in and for Frederick County, personally appeared Daniel Blickenstaff, John E. Coulter, Melvin W. Phillips, Emory C. McGolerick, Earl Himes, Arthur Travis and Marvin O. Baer, and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Notarial Seal the day and year last above written.

My commission expires:
May 6, 1957

W. H. Kennedy
Notary Public
W. H. Kennedy



LIBER
JUL 25 12 05 PM '57
STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
G. MERLIN SNYDER
CLERK

ARTICLES OF INCORPORATION
OF
PENTECOST CHRISTIAN HOLINESS CHURCH

approved and received for record by the State Tax Commission of Maryland,
April 5, 1957 at 9:42 o'clock A. M. as in conformity
with law and ordered recorded.

A 8695

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber T-32, folio 306, one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$..... Recording fee paid \$..... 10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.

[Signature]
Secretary

VSB

Recorded September 9, 1957 at 8:34 A.M. Liber 7

ARTICLES OF INCORPORATION
OF
ANTON'S RESTAURANT, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Anton Squillari, whose post office address is Queen Street, Cumberland, Maryland; Howard E. Messersmith, whose post office address is 422 Summit Avenue, Hagerstown, Maryland; and James F. Strine, whose post office address is 111 West Washington Street, Hagerstown, Maryland; all being at least twenty-one years of age, do, under and by virtue of the General Laws of the State of Maryland, authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these Articles.

SECOND: That the name of the corporation (which is hereinafter called the Corporation) is:

ANTON'S RESTAURANT, INC.

THIRD: The purposes for which the Corporation is formed are as follows:

(A) To purchase, build, acquire, operate, conduct, and engage in the restaurant, ice cream and soda fountain business, both wholesale and retail, together with all the fixtures, equipment, machinery, and dishes necessary in connection with a restaurant, ice cream and soda fountain business, and generally to do and perform everything necessary for carrying out the aforesaid purposes. To buy, or to otherwise acquire, manufacture, market, prepare for market, sell, deal in, and deal with, import and export food and food products of every class and description, fresh, canned, preserved, or otherwise, and to prepare and serve all food, beverages, alcoholic or non-alcoholic, and other preparations and refreshments of all kinds.

(B) To engage in the on-sale and off-sale dispensing of alcoholic beverages and food, operating as a bar and restaurant, and generally to purchase or otherwise acquire restaurants and taverns, and to own, hold, lease, rent, or sell such business or businesses.

(C) To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let, or in any manner encumber or dispose of real property wherever situated.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this State.

FOURTH: The post office address of the principal office of the Corporation in this state is Dual Highway, Hagerstown, Maryland. The resident agent of the Corporation is Howard E. Messersmith whose post office address is 422 Summit Avenue, Hagerstown, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock of the Corporation is Ten Thousand (10,000) Shares of the par value of Ten (\$10.00) Dollars per share, all of which shares are common stock and having an aggregate par value of One Hundred Thousand (\$100,000.00) Dollars.

SIXTH: The number of directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than three (3); and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are Anton Squillari, Howard E. Messersmith and James F. Strine.

SEVENTH: The following provision is hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

(A) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized; for such considerations as said Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the By-Laws of the Corporation.

EIGHTH: The duration of the Corporation shall be perpetual.

NINTH: The Corporation may enter into contracts or transact business with one or more of its directors or with any firm of which one or more of its directors are members, or with any corporation or association in which one or more of its directors are stockholders, directors or officers, and such contract or transaction shall not be invalidated or in anywise affected by the fact that any such director or directors might have interests therein which are or might be adverse to the interests of this Corporation, even though the vote of the director or directors having such adverse interests shall have been necessary to obligate this Corporation upon such contract or transaction; and no director or directors having such adverse interest shall be liable to this Corporation or to any stockholder or creditor thereof, or to any other person, for any loss incurred by it under or by reason of any such contract or transaction; nor shall any such director or directors be accountable for any gains or profits realized thereon; always provided, however, that such contract or transaction shall, at the time it was entered

into, have been a reasonable one to have been entered into and shall have been upon terms that at the time were fair, and provided that the fact that such director or directors are so interested shall have been disclosed to the Board of Directors or shall have been known to a majority of the Board of Directors.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on the 30th day of April A. D., 1957.

WITNESS:

<u>Patricia A. Pryor</u>	<u>Anton Squillari</u> Anton Squillari
<u>Patricia A. Pryor</u>	<u>Howard E. Messersmith</u> Howard E. Messersmith
<u>Patricia A. Pryor</u>	<u>James F. Strine</u> James F. Strine

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:-

I HEREBY CERTIFY, That on this 30th day of April A. D., 1957, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Anton Squillari, Howard E. Messersmith and James F. Strine, and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Official Notarial Seal.

Patricia A. Pryor
Notary Public



Commission Expires: May 6, 1957

ARTICLES OF INCORPORATION
OF
ANTON'S RESTAURANT, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

SEP 9 8 34 AM '57

LIBER FOLIO
G. HESLIN SWYDER
CLERK
Approved and recorded for record

approved and received for record by the State Tax Commission of Maryland
May 2, 1957 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 9048

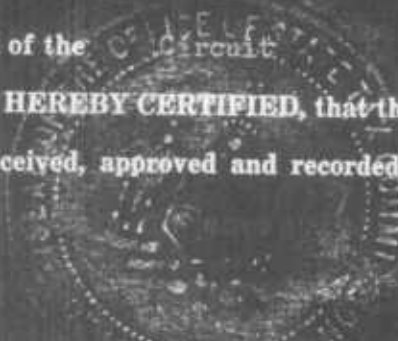
APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-36, folio 196, one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.



AS WITNESS my hand and seal of the said Commission at Baltimore.

Robert W. Ward
Secretary

THE RATTLE RUN HUNTING CLUB, INCORPORATED.

ARTICLES OF INCORPORATION

Recorded September 9, 1957 at 8:34 A.M. Liber 7

THIS IS TO CERTIFY: That the subscribers, Clement M Rohrer, whose address is Rt.#2, Clear Spring, Maryland, Albert M. Eichelberger, whose address is Rt.#2, Clear Spring, Maryland, and Edwin W. Roher, whose address is Preston Road, Hagerstown, Maryland, all of full legal age, do hereby certify that we do, under and by virtue of the General Laws of the State of Maryland, authorizing the formation of Corporations, associate ourselves together for the purpose of forming a Corporation.

1. The name of said Corporation is, The Rattle Run Hunting Club, Incorporated.

2. The purpose or purposes for which and for any of which this Corporation is formed and the business or objects to be carried on and promoted by it are for hunting and for social purposes and all lawful purpose and purposes incident thereto, and the said Corporation is formed upon and subject to the articles, conditions and provisions herein expressed, and subject to the provisions of Article 23 of the Code of Public General Laws of Maryland and Amendments thereto and subject in all particulars to the limitations relating to Corporations which are contained in the General Laws of the State of Maryland.

3. The principal office of said Corporation shall be located at Rt.#2 Clear Spring, Washington County, Maryland, and the name of the Corporation's resident agent is Clement M. Rohrer, Rt.#2, Clear Spring, a citizen of Maryland, and actually residing therein, and the address of the said resident agent is Clear Spring, Rt.#2, Washington County, Maryland.

4. The total amount of the capital stock of the said Corporation is \$20,000.00 divided into 2,000 shares of the par value of \$10.00 each; and none of the said shares of said capital stock shall be sold, given, transferred to or otherwise placed in to the possession and control of any person or persons who is or are not members of said corporation, who have not been duly chosen or elected as members in accordance with the By-Laws of said Corporation, and no member of said Corporation can own or in any manner be possessed of more than 900 shares of said capital stock.

5. The said Corporation shall have three (3) directors and Clement M. Rohrer, Albert M. Eichelberger and Edwin W. Roher,

all of whom are citizens of the State of Maryland and reside in Washington County, shall act as such until the first annual meeting or until their successors are duly chosen and qualified.

6. That said Corporation shall be regulated by its By-Laws, the terms and conditions of members and define who are members. Said Corporation shall also have the right to purchase, own, hold, lease, sub-lease, convey, mortgage, pledge,, transfer or otherwise acquire or dispose of land, buildings and other structures and all other property both real and personal of every kind, class and description or any interest therein in such quantity, kind or amount as the Directors may deem necessary or desirable for the purpose of carrying on the aforesaid business or purpose or either of them. In general, said Corporation shall have all the powers in so far as the same may be applicable to it enumerated, and more particularly set out in Section 9 of Article 23 of the Code of Public General Laws of Maryland, relating to corporations and to do every act or thing not inconsistent with law which may be appropriate to promote and attain the objects and purposes for which or for any of which the Corporation was formed.

IN WITNESS WHEREOF, we have signed this Certificate of Incorporation on this 2nd day of May A.D. 1957

Test:

George G. Snyder
George G. Snyder
George G. Snyder
George G. Snyder
George G. Snyder
George G. Snyder

Clement M. Rohrer
Clement M. Rohrer
Albert M. Eichelberger
Albert M. Eichelberger
Edwin W. Roher
Edwin W. Roher

343

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 2nd day of May A.D. 1957, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Clement M. Rohrer, Albert M. Eichelberger and Edwin W. Roher, and did severally acknowledge the foregoing Certificate to be their respective act.

WITNESS my hand and Official Notarial Seal



Anna M. Aubrey
Notary Public
My Comm. Expires: 5/4/59

ARTICLES OF INCORPORATION
OF

THE RATTLE RUN HUNTING CLUB, INCORPORATED

approved and received for record by the State Tax Commission of Maryland,
May 6, 1957 at 9:00 o'clock A.M. as in conformity
with law and ordered recorded.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

SEP 9 8 34 AM '57

LIBER FOLIO
C. MERLIN SNYDER
CLERK
Merlin Snyder

A 9060

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-36, folio 253, one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.



AS WITNESS my hand and seal of the said Commission at Baltimore.

Merlin Snyder
Secretary

Recorded September 7, 1957 at 8:34 A.M. Liber 7

MOSS INSURANCE AGENCY, INC.

ARTICLES OF INCORPORATION

FIRST: We, the undersigned, Benjamin F. Moss, whose postoffice address is R. D. #3, Hagerstown, Maryland, F. Louise Moss, whose postoffice address is R. D. #3, Hagerstown, Maryland, and Merle S. Elliott, whose postoffice address is No. 247 South Potomac Street, Hagerstown, Maryland, each being at least twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations.

SECOND: The name of the corporation (which is hereafter called the Corporation) is MOSS INSURANCE AGENCY, INC.

THIRD: The purposes for which the Corporation is formed and the business or objects to be carried on and promoted by it are as follows:

(1) To engage in and carry on a general insurance, bonding and brokerage insurance business, and to engage in a general real estate brokerage business.

(2) To maintain an agency for the writing and selling of policies of insurance issued by regularly incorporated insurance companies, domestic and foreign, or firms and individuals lawfully engaged in writing, underwriting, issuing or furnishing insurance of any or every kind and description, including insurance of human beings against death, sickness, or personal injury, or property against loss or damage from fire, water, wind,

burglaries or other causes, liability insurance, use and occupancy, profits of business, automobiles of any and all kinds, including property damage, liability, collision, etc., theft, plate-glass, and fidelity, surety and casualty bonds and all insurance and bonds of every kind and description.

(3) To more particularly engage in the business of a general insurance agent in dealing direct with insurance companies, firms and individuals engaged in the selling of policies of insurance and bonds of every nature, kind and description.

(4) To act as agent and broker for corporations, firms and individuals lawfully engaged in issuing or furnishing insurance of every kind and description and fidelity, surety and casualty bonds of every kind and description.

(5) To conduct a general insurance agency and an insurance brokerage business, to act as a general agent, as well as a special agent or broker, in the carrying on of an agency for the selling of policies of insurance consisting of fire, casualty, plate-glass, steam boilers, elevators, accidents, physicians defense, marine, credit, life insurance, and all other kinds of insurance on human beings or property of every nature, kind and description, and in the selling of fidelity, casualty, trustee, mortgagee, contractor, judicial indemnity, surety or other kinds of bonds of every kind and description.

(6) To engage in and carry on a business of investigating, adjusting, compromising and settling of claims presented against insurance and bonding corporations, firms and individuals and to maintain a general business for the adjustment and settlement of losses and claims against insurance and bonding companies as well as to act as agent and adjuster for any individual, firm or corporations engaged in any other kind of business, in investigating, adjusting, compromising and settling claims and losses of every kind and description.

(7) To purchase, improve, manage, develop, sell, assign, transfer, lease, rent, mortgage, pledge, or otherwise use, dispose of, or deal with all real estate or personal

property for the Corporation and from time to time to change any investment of the Corporation and to engage generally in the business of buying, selling and leasing real estate for itself and others.

(8) To borrow money for its corporate purposes, and to make, accept, endorse, execute, and issue promissory notes, bills of exchange, trade acceptances, bonds, debentures, or other obligations from time to time, and secure the payment of any such obligations by mortgage, pledge, deed of trust, or otherwise.

(9) To purchase, acquire, hold, sell, assign, transfer, mortgage, pledge and otherwise dispose of capital stock, bonds, debentures, or other evidences of indebtedness of any individual or any corporation, domestic or foreign, and while the holder thereof to exercise all rights and privileges of ownership, including the right to vote thereon and to issue in exchange therefor, its own stock, bonds, and other obligations.

(10) To apply for, obtain, register, purchase, lease, or otherwise to acquire and to hold, own, use, develop, operate and introduce, and to sell, assign, and grant licenses or territorial rights in respect to, or otherwise to turn to account or dispose of, any copyrights, trade-marks, trade names, brands, labels, patent rights, letters patent of the United States or of any other country or government, inventions, improvements, and processes, whether used in connection with or secured under letters patent or otherwise.

(11) To acquire and to take over as a going concern and thereafter to carry on the business of any person, firm, or corporation engaged in any business which this Corporation is authorized to carry on, and in connection therewith to acquire the goodwill and all or any of the assets of any such business and to assume or otherwise provide for all or any of the liabilities thereof.

(12) To enter into, make, perform, and carry out contracts of every sort and kind which may be necessary or convenient in the conduct of the business of this Corporation, with any person, firm, corporation, private, public or municipal, body politic under the Government of the United States, or any State, territory, or colony thereof, or any

foreign government, so far as, and to the extent that, the same may be done and performed by business corporations organized under the Laws of the State of Maryland.

(13) To do all and everything necessary, suitable, or proper for the accomplishment of any of the purposes, the attainment of any of the objects, or the furtherance of any of the powers hereinbefore set forth, either alone or in connection with other corporations, firms, or individuals, and either as principal or agents, and to do every other act or acts, thing or things, incidental or appurtenant to or growing out of or connected with the aforesaid objects, purposes or powers or any of them.

(14) It is the intention that none of the powers defined in any of the foregoing clauses shall be anywise restricted or limited by reference to or inference from the terms of any other clause, but that the powers defined in each such clause shall be regarded as independent powers. It is also intended that the Corporation shall be authorized to exercise and enjoy all the powers, rights, and privileges granted to or conferred upon corporations of this character by the Laws of the State of Maryland, and the enumeration of certain powers as above defined is not intended as exclusive of or as a waiver of any of the powers, rights, or privileges granted or conferred by the Laws of said State now or hereafter in force.

FOURTH: The post-office address of the place at which the principal office of the Corporation in this State will be located is No. 44 South Potomac Street, Hagerstown, Maryland. The resident agent of the Corporation is Benjamin F. Moss whose postoffice address is R. D. #3, Hagerstown, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation shall have three Directors and Benjamin F. Moss, F. Louise Moss, and Merle S. Elliott shall act as such until the first annual meeting or until their successors are duly chosen and qualified. The number of Directors may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than three nor more than seven.

SIXTH: The total amount of the authorized capital stock of the Corporation is Two Hundred Thousand Dollars (\$200,000.00) par value divided into two thousand (2000) shares of the par value of One Hundred Dollars (\$100.00) each.

SEVENTH: The Board of Directors of the Corporation is hereby empowered to authorize the issuance to Benjamin F. Moss and his nominees of nine hundred (900) fully paid and non-assessable shares of the par value of One Hundred Dollars (\$100.00) each for the following consideration:

All that insurance business heretofore conducted by Benjamin F. Moss, Trading as Benjamin F. Moss Insurance Agency in Hagerstown, Maryland, and elsewhere, together with all licenses, franchises, agency agreements, business contracts, goodwill, furniture, fixtures, equipment, office supplies, accounts receivable, notes receivable, choses-in-action, books, papers, and all tangible and intangible personal property of every kind and description belonging to or forming a part of the said insurance business heretofore operated and conducted under the name of Benjamin F. Moss, Trading as Benjamin F. Moss Insurance Agency, subject, however, to the existing and outstanding indebtedness owing by said business including all accounts payable, notes payable, notes receivable discounted, and all other obligations and liabilities incurred in connection with the operation of the said business of Benjamin F. Moss, Trading as Benjamin F. Moss Insurance Agency.

The actual value of said consideration hereby fixed by the incorporators is not less than Ninety Thousand Dollars (\$90,000.00).

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on the 2nd day of May, A.D., 1957.

WITNESS:

Pearl L. Gehr as to Benjamin F. Moss
Pearl L. Gehr Benjamin F. Moss

Pearl L. Gehr as to F. Louise Moss
Pearl L. Gehr F. Louise Moss

Pearl L. Gehr as to Merle S. Elliott
Pearl L. Gehr Merle S. Elliott

STATE OF MARYLAND,
WASHINGTON COUNTY, to-wit:

THIS IS TO CERTIFY, That on the 2nd day of May, A.D., 1957, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County aforesaid, personally appeared Benjamin F. Moss, F. Louise Moss, and Merle S. Elliott and severally acknowledged the foregoing Articles of Incorporation to be their respective act.

WITNESS my hand and Notarial Seal, the day and year last above written.

Pearl L. Gehr
Pearl L. Gehr
Notary Public.

ARTICLES OF INCORPORATION
OF
MOSS INSURANCE AGENCY, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

SEP 9 8 24 AM '57

LIBER FOLIO
E. JACOBIN SWIDER
CLERK

approved and received for record by the State Tax Commission of Maryland
May 3, 1957 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 9041

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-36, folio 155, one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$ 10.00 Recording fee paid \$ 14.00

To the clerk of the Court of Washington County

IT IS HEREBY CERTIFIED that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.

Robert A. Ward
Secretary

Recorded September 9 , 1957 at 8:34 A.M. Liber 7

ARTICLES OF INCORPORATION

FIRST: We, the undersigned, James W. Kesselring, whose post office address is 101 Sheridan Drive, Route 2, Williamsport, Maryland; Glenn L. Bowman, whose post office address is 112 Sheridan Drive, Route 2, Williamsport, Maryland; Violet D. Bowman, whose post office address is 112 Sheridan Drive, Route 2, Williamsport, Maryland, and Roger Geaslen, whose post office address is Hampton Road, Route 2, Williamsport, Maryland, each being at least twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the Association) is TAMMANY MANOR CIVIC ASSOCIATION, INC.

THIRD: The purposes for which the corporation is formed are as follows:

(a) To better the existing conditions within the community; to advance educational functions within the community; to cooperate with State and Local Government for the purpose of advancing community interest; to encourage a friendly relationship between the members of the Association; to protect the community against undesirable developments; to provide for and maintain a fund from dues or contributions for the sole purpose of bettering the community.

(b) To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let, or in any manner encumber or dispose of real property wherever situate.

(c) To purchase, lease or otherwise acquire, hold,

-2-

develop, improve, mortgage, sell, exchange, let, or in any manner encumber or dispose of any personal property used for the purpose of civic improvement by way of amusements, playgrounds or any other community facilities.

(d) To publish information bulletins, pamphlets and other publications in connection with the advancement of the betterment of the community.

The foregoing enumeration of the purposes, objects and business of the corporation is made in furtherance, and not in limitation, of the powers conferred upon the corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the corporation. The corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the General Laws of this State.

FOURTH: The post office address of the principal office of the corporation in this State is 112 Sheridan Drive, Route 2, Williamsport, Maryland. The name and post office address of the resident agent of the corporation in this State are Glenn L. Bowman, 112 Sheridan Drive, Route 2, Williamsport, Maryland. Said resident agent is an individual actually residing in this State.

FIFTH: The corporation is not authorized to issue any capital stock and shall be a non-stock^{and a non-profit} corporation. No officer of the corporation shall draw any salary, Members shall be elected, may resign or be removed. Vacancies may be filled and additional members elected as provided in the By-Laws.

SIXTH: The number of Trustees of the Association shall be four (4), which number may be increased or decreased pursuant to the By-Laws of the corporation, but shall never be less than three (3), and the names of the Trustees who shall act until the first meeting or until their successors are duly chosen and qualify are James W. Kesselring, whose post office address is 101 Sheridan Drive, Route 2, Williamsport, Maryland; Glenn L. Bowman, whose post office address is 112 Sheridan Drive, Route 2, Williamsport, Maryland; Violet D. Bowman, whose post office address is 112 Sheridan Drive, Route 2, Williamsport, Maryland, and Roger Geaslen, whose post office address Hampton Road, Route 2, Williamsport, Maryland.

SEVENTH: The duration of the corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on the 2nd day of May, A.D., 1957.

WITNESS:

Raymond H. Miller, Jr.
Raymond H. Miller, Jr.

H. L. Fowler
H. L. Fowler

Raymond H. Miller, Sr.
Raymond H. Miller, Sr.

Leroy Castle
Leroy Castle

James W. Kesselring (SEAL)
James W. Kesselring

Glenn L. Bowman (SEAL)
Glenn L. Bowman

Violet D. Bowman (SEAL)
Violet D. Bowman

Roger Geaslen (SEAL)
Roger Geaslen

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 2 day of May, A.D., 1957, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared James W. Kesselring, Glenn L. Bowman, Violet D. Bowman, and Roger Geaslen, and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Official Notarial Seal

Leroy Castle
Notary Public
Leroy Castle

ARTICLES OF INCORPORATION
OF
TAMMANY MANOR CIVIC ASSOCIATION,

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

SEP 9 8 34 AM '57

LIBER FOLIO
LAMBTON MONROE CHASE
MERLIN SNYDER
CLERK

Merlin Snyder

approved and received for record by the State Tax Commission of Maryland,
May 23, 1957 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 9277

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-38, folio 338, one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.

Merlin Snyder
Secretary

Recorded September 9, 1957 at 8:35 A.M. Liber 7
FRIDINGER CO., INC.

ARTICLES OF AMENDMENT

Fridinger Co., Inc., a Maryland Corporation having its principal office in Washington County, Maryland (hereinafter called the Corporation), hereby certifies to the State Tax Commission of Maryland, that:

FIRST: The Charter of the Corporation is hereby amended by striking out Paragraph Fifth and Paragraph Seventh of the Articles of Incorporation and inserting in lieu thereof the following:

FIFTH: The total number of shares of stock of all classes which the Corporation has authority to issue is Three Thousand (3,000) shares, divided into Two Thousand (2,000) shares of preferred stock of the par value of One Hundred (\$100.00) Dollars each, and One Thousand (1,000) shares of common stock of the par value of One Hundred (\$100.00) Dollars each. The aggregate par value of all shares having par value of all classes is Three Hundred Thousand (\$300,000.00) Dollars.

A description of each class of stock of the Corporation with the preferences, conversion and other rights, voting powers, restrictions, limitations as to dividends, and qualification of each class of the authorized capital stock are as follows:

A. The holders of the preferred stock shall be entitled out of the net profits or surplus of the Corporation as determined from time to time by the Board of Directors according to law, to semi-annual, non-cumulative, preferential dividends at the rate of four (4%) per cent per annum. Such

dividends shall be payable for the current year before any dividends shall be paid or set apart on the common stock. The preferred stock shall not be entitled to participate in or receive any dividend or share of profits whether payable in cash, stock or property, in excess of the aforesaid non cumulative dividends.

B. In the event of liquidation, dissolution, or winding up of the Corporation (whether voluntary or involuntary), the holders of the issued and outstanding preferred stock shall be entitled to receive out of the assets before any distribution to the holders of any other class of stock a sum equal to One Hundred (\$100.00) Dollars for each share plus any unpaid dividends thereon. A consolidation or merger of the Corporation with any other Corporation or Corporations shall not be deemed to be a liquidation, dissolution, or winding up within the meaning of this clause.

C. The holders of the preferred stock shall not be entitled to vote under any circumstances, or in connection with any action taken by the Corporation.

D. The preferred stock, or any part or any particular shares thereof, shall be subject to the right of the Corporation at its option to redeem, purchase, and acquire the same at anytime, at par, together with any dividends unpaid thereon. In case the Corporation shall so elect to redeem, purchase or acquire any of the stock and shall

notify the registered holder thereof or any part thereof of its election so to do, the right of the holder of the stock or of any assignee thereof to receive dividends upon the stock subsequent to the date specified in said notice for such redemption, purchase or acquisition shall cease and determine.

COMMON STOCK

Subject to the foregoing provisions, dividends may be declared on the common stock; and each share of common stock shall entitle the holder thereof to one (1) vote in all proceedings in which action shall be taken by stockholders of the Corporation.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

(1) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized or securities convertible into shares of its stock of any class or classes whether now or hereafter authorized.

(2) The Board of Directors of the Corporation is hereby empowered to authorize the issuance of Two Thousand (2,000) fully paid and non assessable shares of the preferred stock of the par value of One Hundred (\$100.00) Dollars per share and One Thousand (1,000) fully paid and non assessable shares of the common stock of the par value of One Hundred (\$100.00) a share for the following consideration, the value of which consideration is hereby stated to be not less than Three Hundred Thousand (\$300,000.00) Dollars, namely: the cash in bank, cash on hand, accounts receivable, notes receivable, mortgages receivable, merchandise inventory, uncompleted contracts receivable, autos and trucks, office equipment, shop equipment, land and buildings and other assets of Robert M. Fridinger, Harry T. Fridinger, Isabel M. Fridinger, and Raymond A. Ritchie, Jr., partners trading as Fridinger & Company.

SECOND: The amendments to the Charter of the Corporation herein made were approved by vote of a majority of the entire Board of Directors at a meeting duly convened and held on January 2, 1957; and there are no shares of stock of the Corporation entitled to vote thereon either outstanding or subscribed for.

IN WITNESS WHEREOF, Fridinger Co., Inc. has caused these presents to be signed in its name and on its behalf by Robert M. Fridinger, its President, and its corporate seal to be hereunto affixed and attested by Raymond A. Ritchie, Jr., its secretary on May 1, 1957.

FRIDINGER CO., INC.
BY: Robert M. Fridinger
Robert M. Fridinger,
Its President

ATTEST AS TO CORPORATE SEAL
Raymond A. Ritchie, Jr.
Raymond A. Ritchie, Jr.,
Its Secretary



STATE OF MARYLAND, WASHINGTON COUNTY, TO-WIT:

I HEREBY CERTIFY, That on May 1, 1957, before me, the subscriber, a Notary Public of the State of Maryland in and for the County of Washington, personally appeared Robert M. Fridinger, President of Fridinger Co., Inc., a Maryland corporation and in the name and on behalf of said corporation acknowledged the foregoing Articles of Amendment to be the corporate act of said Corporation; and at the same time personally appeared Raymond A. Ritchie, Jr., and made oath in due form of law that he was Secretary of the meeting of the Board of Directors of said Corporation at which the amendments of the Charter of the Corporation therein set forth were approved and that the matters and facts set forth in said Articles of Amendment are true to the best of his knowledge, information and belief.

WITNESS my hand and Notarial Seal the day and year last above written.



Norma Jean Mose
Norma Jean Mose
Notary Public
My Commission Expires:
May 4, 1959

ARTICLES OF AMENIMENT
OF
FRIDINGER CO., INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

SEP 9 8 34 AM '57

LIBER FOLIO
LAND RECORDS
G. MERLH SUTHER
CLERK

Shirley
Reynolds

approved and received for record by the State Tax Commission of Maryland,
May 20, 1957 at 9:00 o'clock A.M. as in conformity
with law and ordered recorded.

A 9218

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-38, folio 41, one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$..... Recording fee paid \$ 10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.



AS WITNESS my hand and seal of the said Commission at Baltimore.

Robert W. Ward
Secretary

ARTICLES OF INCORPORATION

ROSS GARMENT COMPANY, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Hyman Ross, whose post office address is 721 Summit Avenue, Hagerstown, Maryland, Jane E. Ross, whose post office address is 721 Summit Avenue, Hagerstown, Maryland, Rowland C. Brandenburg, whose post office address is 905 Dewey Avenue, Hagerstown, Maryland, and Mary Brandenburg, whose post office address is 905 Dewey Avenue, Hagerstown, Maryland, each of whom are at least 21 years of age, do hereby, under and by virtue of the General Laws of the State of Maryland authorizing the formation of Corporations, associate ourselves for the purpose and with the intention of forming a Corporation.

SECOND: That the name of the Corporation is:

ROSS GARMENT COMPANY, INC.

THIRD: That the purposes for which the Corporation is formed and the business or objects to be carried on and promoted by it are as follows:

(a) To exercise all or any of the general powers conferred upon Corporations by the General Laws of Maryland (and without in any way limiting the right to exercise such general powers,) and in addition thereto,

(b) To manufacture, buy, sell, store, design, fabricate and otherwise acquire, dispose of and deal in and with garments, clothing and wearing apparel of any and every kind, and materials, supplies, parts and accessories therefor, and any and all machinery, tools, fixtures and equipment reasonably necessary or incidental thereto, and to conduct any of the business of the Corporation at wholesale or retail.

(c) To carry on and transact for itself or for account of others the business of general merchants or dealers in natural products, raw materials, manufactured products and marketable goods, wares and merchandise of every description.

(d) To purchase, lease or otherwise acquire all or any part of the capital stock, property, rights, businesses, contracts, good-will, franchises and assets of every kind of any Corporation, co-partnership or individual carrying on or having carried on in whole or in part any business that the Corporation may be authorized to carry on and to undertake, guarantee, assume and pay the

indebtedness and liabilities thereof.

(e) To apply for, obtain, purchase, or otherwise acquire any letters patent, copyrights, licenses, trademarks, tradenames, rights, processes, formulae and the like which may be used for or incidental to any of the purposes of the Corporation; and to use, exercise, develop, grant licenses in respect of, sell, or otherwise dispose of and deal in the same.

FOURTH: The post office address of the principal office of the Corporation in this State will be located at No. 2 Court Place, Hagerstown, Maryland. The resident agent of the Corporation is Hyman Ross, whose post office address is 721 Summit Avenue, Hagerstown, Maryland, and said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is Five Hundred (500) Shares of Common Capital Stock having a par value of \$100.00 each; the aggregate par value of all of such shares is \$50,000.00. The shares of stock of the Corporation shall be non-assessable and shall be entitled to one vote per share in all meetings of the stockholders of the Corporation. The shares of stock of the Corporation shall be transferable only on the books of the Corporation upon surrender of the certificates therefor properly endorsed.

SIXTH: No preemptive rights shall accrue to stockholders with respect to the issuance by the Corporation of shares of its stock to obtain the capital required to initiate the Corporate Enterprise unless and until there shall have been issued shares of an aggregate par value of \$25,000.00; but, after there shall have been issued shares of an aggregate par value of \$25,000.00, no additional shares shall be issued unless and until each stockholder shall have been given the right to subscribe for and purchase that proportion of the shares proposed to be issued which is equal to the proportion of his then owned shares to all the then issued and outstanding shares of the Corporation; provided, however, that no preemptive rights shall accrue to stockholders with respect to shares of its stock remaining unsubscribed after having been offered to stockholders.

SEVENTH: The Corporation shall have four (4) directors, and Hyman Ross, whose post office address is 721 Summit Avenue, Hagerstown, Maryland, Jane E. Ross, whose post office address is

721 Summit Avenue, Hagerstown, Maryland, Rowland C. Brandenburg, whose post office address is 905 Dewey Avenue, Hagerstown, Maryland, and Mary Brandenburg, whose post office address is 905 Dewey Avenue, Hagerstown, Maryland, shall act as such until the first annual meeting of stockholders or until their successors are duly chosen and qualify. 363

EIGHTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the Directors and Stockholders:

(a) The Board of Directors of the Corporation is hereby authorized and empowered to authorize the issuance from time to time of shares of its stock of any class for such considerations as said Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the by-laws of the Corporation and according to law.

(b) The shares of stock of the Corporation shall be redeemable according to law in whole or in part at any time upon not less than thirty days' written notice, by lot or otherwise, as may be determined by the Board of Directors at not less than the par value thereof plus any and all dividends theretofore declared but unpaid thereon.

(c) No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the Directors of this Corporation are pecuniarily or otherwise interested in or are Directors or Officers of such other Corporation; any directors individually or any firm of which any director may be a member may be a party to or may be pecuniarily or otherwise interested in any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any Director of this Corporation who is also a Director or Officer of such other Corporation or is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation which shall authorize any such contract or transaction and may vote thereat to authorize any such contract or transaction with like force and effect as if he were not such Director or Officer of such other corporation or not so interested.

(d) At any meeting of the stockholders, any action taken

or authorized which, in the absence of this provision, would require a greater proportion of such votes, shall be valid and effective if taken or authorized by a majority of the votes of all classes of stock entitled to be cast.

(e) The Corporation reserves the right to make from time to time any amendments of its Charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, reclassification or otherwise. Any such amendment shall be valid if authorized by the same vote and procedure as are required in the case of Charter amendments not changing the terms of outstanding stock.

Hyman Ross
Hyman Ross

Jane E. Ross
Jane E. Ross

Rowland C. Brandenburg
Rowland C. Brandenburg

Mary Brandenburg
Mary Brandenburg

STATE OF MARYLAND, WASHINGTON COUNTY, To-Wit:-

I HEREBY CERTIFY, That on this 20th day of May, A.D. 1957, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Hyman Ross, Jane E. Ross, Rowland C. Brandenburg and Mary Brandenburg, personally known to me to be the persons whose names are subscribed to the foregoing instrument, and who did each acknowledge that they executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my official Notarial Seal the day and date last above written.

Nancy L. Godlove
Nancy L. Godlove
Notary Public

My Commission Expires:
May 4, 1959



ARTICLES OF INCORPORATION
OF
ROSS GARMENT COMPANY, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

SEP 9 8 34 AM '57

LIBER FILED
G. MERLIN SWYDER
CLERK

Records

approved and received for record by the State Tax Commission of Maryland,
May 21, 1957 at 9:00 o'clock A.M. as in conformity
with law and ordered recorded.

A 9268

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-38, folio 281, one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.



James G. Ward
Secretary

Recorded September 9, 1957 at 8:34 A.M. Liber 7

FORTNEY TRAILER SALES, INC.
STOCK ISSUANCE STATEMENT

Fortney Trailer Sales, Inc., a Maryland corporation, having its principal office in Washington County, Maryland, (hereinafter called the Corporation), hereby certifies to the State Tax Commission of Maryland, that:

FIRST: The Corporation has authorized the issuance of five thousand (5,000) full paid and non-assessable shares of the par value of Ten (\$10.00) Dollars per share of the Common Stock of the Corporation to Daniel W. Fortney, for the following consideration, namely:

A consideration payable partly in money at the price of Ten (\$10.00) Dollars per share according to the following enumerated cash items, and partly by the following consideration, other than money, the total value of the cash and the consideration other than money, as determined by the Board of Directors is not less than Fifty Thousand (\$50,000.00) Dollars:

Cash Items

Cash in Bank - Second National Bank Hagerstown, Maryland	13 786 55	
Cash in Bank - Farmers and Merchants Morgantown, West Virginia	278 42	
Cash held for Deposit	6 25	14 071 22

Non Cash Items

Trade Accounts Receivable	5 844 50	
Exchange Payments Receivable	9 70	
Notes and Loans Receivable	450 00	
Merchandise Inventories	32 117 34	
Prepaid Expenses	440 36	
Airplane	3 000 00	
Autos and Trucks	7 999 30	
Office Furniture & Fixtures	482 61	
Tools and Equipment	2 445 95	
	<u>13 927 86</u>	
Less - Accumulated Depreciation	5 488 48	8 439 38

(cont.)

(Cash Items bro't forward) 14 071 22

(Non Cash Items - cont.)

Finance Company Reserves		
Michigan National Bank	7 150 72	
American Security and Trust	868 86	
Hagerstown Loan and Thrift	20 00	
	<u>8 039 58</u>	
Corporation Organization Costs	30 00	
	<u>55 370 86</u>	

Liabilities		
Floor Plan Notes Payable	21 806 63	
Notes Payable - Other	8 775 00	
Customers Deposits	1 250 00	
Commissions Payable	336 04	
Accrued Federal Withholding Tax	116 10	
Accrued Maryland Withholding Tax	8 26	
Accrued F.I.C.A. Taxes	21 77	
Accrued Maryland Sales Tax	11 43	
Accrued Pennsylvania Sales Tax	75 00	
		<u>32 400 23</u>
<u>Net Non Cash Items</u>		<u>22 970 63</u>
<u>Net Assets Transferred</u>		<u>37 041 85</u>
<u>Goodwill</u>		<u>12 958 15</u>
<u>TOTAL</u>		<u>50 000 00</u>

SECOND: (a) The Board of Directors of the Corporation is by the charter empowered to authorize the issuance of said shares of stock; and

(b) The issuance of said shares of stock on the terms above set forth was duly authorized by the Board of Directors of the Corporation at a meeting held on March 4, 1957.

IN WITNESS WHEREOF, Fortney Trailer Sales, Inc. has caused these presents to be signed in its name and on its behalf by its President and its corporate seal hereunto affixed by its Secretary, on March 5, 1957.

FORTNEY TRAILER SALES, INC.

ATTEST:


Frances M. Fortney
 Frances M. Fortney, Secretary

By *Daniel W. Fortney*
 Daniel W. Fortney, President

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this ~~5th~~ day of March, A.D., 1957, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Washington, personally appeared Daniel W. Fortney, President of Fortney Trailer Sales, Inc, a Maryland corporation, and in the name and on behalf of said Corporation acknowledged the foregoing Stock Issuance Statement to be the corporate act of said corporation; and at the same time personally appeared Frances M. Fortney and made oath in due form of law that she was secretary of the meeting of the Board of Directors of said corporation at which the issuance of the stock therein mentioned was finally approved, and that the matters

and facts set forth in said statement are true to the best of her knowledge, information and belief.

WITNESS my hand and Official Notarial Seal.



Ethel T. Jones
Notary Public

Comm. Exp.
May 6, 1957

STOCK ISSUANCE STATEMENT
OF
FORTNEY TRAILER SALES, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

SEP 9 8 35 AM '57

LIBER FOLIO
MORTGAGE SALES RECEIPTS
G. MERLIN SANDER
CLERK

approved and received for record by the State Tax Commission of Maryland,
May 1, 1957 at 9:00 o'clock A.M. as in conformity
with law and ordered recorded.

A 8991

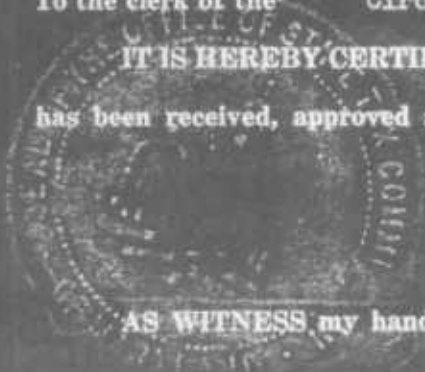
APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-35, folio 462, one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$..... Recording fee paid \$ 10.00.....

To the clerk of the _____ Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.



AS WITNESS my hand and seal of the said Commission at Baltimore.

Robert W. Ward
Secretary

issuance statement to be the corporate act of said corporation; and at the same time personally appeared E. N. Lennig, Jr., and made oath in due form of law that he was secretary of the meeting of the Board of Directors of said corporation at which the issuance of the stock therein mentioned was finally approved, and that the matters and facts set forth in said statement are true to the best of his knowledge, information and belief.

WITNESS my hand and notarial seal, the day and year last above written.

Charles H. Smith
Notary Public
My Commission Expires
Notary Public, Philadelphia, Phila. County
My Commission Expires October 14, 1957

STOCK ISSUANCE STATEMENT
OF
HAGERSTOWN AUTOMOTIVE, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

SEP 9 8 35 AM '57

Theresa A. ...
G. MERLIN SWYDER
CLERK

approved and received for record by the State Tax Commission of Maryland,
May 9, 1957 at 10:30 o'clock A. M. as in conformity
with law and ordered recorded.

A 9093

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber **F-36**, folio 461, one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$..... Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.

Robert W. ...
Secretary

ARTICLES OF INCORPORATION

BOSTETTER INC.

Recorded September 26, 1957 at 9:09 A.M Liber 7

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, MARTIN VAN BUREN BOSTETTER, whose post office address is 34 West Franklin Street, Hagerstown, Maryland; WILLIAM VAN LEAR BOSTETTER, whose post office address is 631 North Locust Street, Hagerstown, Maryland and WILBUR STOVER BOSTETTER, whose post office address is 15 Glenside Avenue, Hagerstown, Maryland, all being of full legal age, do, under and by virtue of the General Laws of the State of Maryland, authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

SECOND: The name of the Corporation, "which is hereinafter called The Corporation", is "Bostetter Inc."

THIRD: The purposes for which The Corporation is formed and the business or objects to be carried on and promoted by it are as follows:

1. To engage in and carry on a general merchandise business.
2. To engage in and carry on a general investment business.
3. To engage in and carry on the business of importing, exporting, manufacturing, producing, buying, selling, and otherwise dealing in and with goods, wares and merchandise of every class and description.
4. To engage in and carry on the business of buying, selling and otherwise dealing in and with notes, mortgages, stocks, bonds, or other negotiable securities of every class and description.
5. To purchase, lease, or otherwise acquire, hold, develop, improve, mortgage, exchange, let, or in any manner encumber or dispose of real property, wherever situated.
6. To engage in and carry on any other business which may conveniently be conducted in conjunction with any of the business of The Corporation.

MARTIN V. B. BOSTETTER
ATTORNEY AT LAW
HAGERSTOWN, MD.

7. To manufacture, purchase, or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber or dispose of goods, wares, merchandise, improvements, and other personal property or equipment of every kind.

8. To purchase, lease, hire or otherwise acquire, hold, own, develop, improve and dispose of, and to aid and subscribe toward the acquisition, development or improvement of real and personal property and rights and privileges therein, suitable or convenient for any of the business of The Corporation.

9. To purchase, lease, hire or otherwise acquire, hold, own, construct, erect, improve, manage and operate, and to aid and subscribe toward the acquisition, construction or improvement of, plants, mills, factories, works, buildings, machinery, equipment and facilities and any other property or appliances which may appertain to or be useful in the conduct of any of the business of The Corporation.

10. To acquire all or any part of the good-will, rights, property and business of any person, firm, association or corporation heretofore or hereafter engaged in any business similar to any business which The Corporation has the power to conduct, and to hold, utilize, enjoy and in any manner dispose of, the whole or any part of the rights, property and business so acquired, and to assume in connection therewith any liabilities of any such person, firm, association or corporation.

11. To apply for, obtain, purchase, or otherwise acquire, any patents, copyrights, licenses, trade-marks, trade-names, rights, processes, formulas, and the like, which may seem capable of being used for any of the purposes of The Corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account, the same.

12. To acquire by purchase, subscription or otherwise, and to hold, sell, assign, transfer, exchange, lease, mortgage, pledge, or otherwise dispose of, any shares of stock of, or

voting trust certificates for any shares of stock of, or any bonds or other securities or evidences of indebtedness issued or created by, any other corporation or association, organized under the laws of the State of Maryland or of any other State, territory, district, colony or dependency of the United States of America, or of any foreign country; and, while the owner or holder of any such shares of stock, voting trust certificates, bonds or other obligations, to possess and exercise in respect thereof any and all the rights, powers and privileges of individual holders, including the right to vote on any shares of stock so held or owned; and upon a distribution of the assets or a division of the profits of this Corporation, to distribute any such shares of stock, voting trust certificates, bonds or other obligations, or the proceeds thereof, among the stockholders of this Corporation.

13. To issue shares of its stock of any class, in the manner permitted by law, to raise money for any of the purposes of The Corporation or in payment for property purchased or for any other lawful consideration.

14. To borrow or raise money for any of the purposes of The Corporation and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to assure the payment thereof and of the interest thereon, by mortgage upon, or pledge or conveyance or assignment in trust of, the whole or any part of the property of The Corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of such bonds, notes or other obligations of The Corporation for its corporate purposes.

15. To loan or advance money with or without security, without limit as to amount; and to borrow or raise money for any of the purposes of The Corporation and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for proper-

ty purchased, or for any other lawful consideration, and to secure the payment thereof and of the interest thereon, by mortgage upon, or pledge, or conveyance or assignment in trust of, the whole or any part of the property of The Corporation, real or personal, including contract rights, either at the time owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of such bonds, notes, or other obligations of The Corporation for its corporate purposes.

16. To aid in any manner any corporation or association any bonds or other securities or evidences of indebtedness of which, or shares of stock in which, are held by or for this Corporation, or in which, or in the welfare of which, this Corporation shall have any interest, and to do any acts or things designed to protect, preserve, improve, or enhance the value of, any such bonds or other securities or evidences of indebtedness, or such shares of stock, or any other property of this Corporation.

17. To carry out all or any part of the foregoing objects as principal, factor, agent, contractor, or otherwise, either alone or through or in conjunction with any person, firm, association or corporation, and in any part of the world, and, in carrying on its business and for the purpose of attaining or furthering any of its objects and purposes, to make and perform any contracts and to do any acts and things, and to exercise any powers suitable, convenient or proper for the accomplishment of any of the purposes herein enumerated or incidental to the powers herein specified, or which at any time may appear conducive to or expedient for the accomplishment of any of such purposes.

18. To carry out all or any part of the aforesaid purposes, and to conduct its business in all or any of its branches in any or all States, territories, districts, colonies and dependencies of the United States of America and in foreign countries; and to maintain offices and agencies, in any or all States, territories, districts, colonies and dependencies of the

United States of America and foreign countries.

FOURTH: The post office address of the place which shall be the principal office of The Corporation in this State will be located at 34 West Franklin Street, Hagerstown, Maryland. The resident agent of The Corporation is Martin V. B. Bostetter, whose post office address is 34 West Franklin Street, Hagerstown, Maryland. Said agent is a citizen of the State of Maryland, actually residing therein.

FIFTH: The Corporation shall have three Directors and Martin Van Buren Bostetter, Julian L. Oliver, and Irene R. Burris shall act as such until the first annual meeting or until their successors are duly chosen and qualified.

SIXTH: The total amount of the authorized stock of The Corporation is one hundred thousand (100,000) shares, consisting of one hundred thousand (100,000) fully paid and non-assessable shares of common stock of the par value of One Dollar (\$1.00) each.

SEVENTH: Subject to the General Laws of the State of Maryland, the voting power shall vest exclusively in the holders of the common stock.

EIGHTH: 1. The Board of Directors of The Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, either now or hereafter authorized, and securities convertible into shares of its stock, of any class, for such considerations as said Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the By-laws of The Corporation.

2. The Board of Directors shall have power from time to time to fix and determine and to vary the amount of the working capital of the Corporation; to determine whether any, and, if any, what part, of the surplus of The Corporation or of the net profit arising from its business shall be declared in dividends and paid to the stockholders, subject, however, to the

MARTIN V. B. BOSTETTER
ATTORNEY AT LAW
HAGERSTOWN, MO.

provisions of the Charter; and to direct and determine the use and disposition of any of such surplus or net profits which the Board of Directors may in its discretion use and apply any of such surplus or net proceeds in purchasing or acquiring any of the shares of the stock of The Corporation, or any of its bonds or other evidences of indebtedness, to such extent and in such manner and upon such terms as the Board of Directors shall deem expedient.

IN WITNESS WHEREOF, we have signed this Certificate of Incorporation this 13th day of June, A. D. 1957.

Witness as to all Signatures:

Martin Van Buren Bostetter (SEAL)
Martin Van Buren Bostetter

Harold H. Pope

William Van Lear Bostetter (SEAL)
William Van Lear Bostetter

Wilbur Stover Bostetter (SEAL)
Wilbur Stover Bostetter

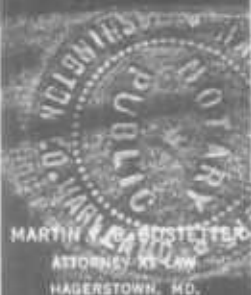
STATE OF MARYLAND, WASHINGTON COUNTY, To-wit:

THIS IS TO CERTIFY That on this 13th day of June, A. D. 1957, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Martin Van Buren Bostetter, William Van Lear Bostetter, and Wilbur Stover Bostetter and severally acknowledged the foregoing Articles of Incorporation to be their act.

Witness my hand and Notarial Seal, the day and year last above written.

My Commission Expires
May 4, 1959.

Harold H. Pope
Notary Public



ARTICLES OF INCORPORATION
OF
BOSTETTER INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

SEP 26 9 08 AM '57

LIBER FOLIO
LEADERSHIP DIVISION
G. MERRILL SWYDER
CLERK
for the parties

approved and received for record by the State Tax Commission of Maryland,
June 26, 1957 at 9:00 o'clock A.M. as in conformity
with law and ordered recorded.

A 9680

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-42, folio 32, one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 12.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.



AS WITNESS my hand and seal of the said Commission at Baltimore.

[Handwritten Signature]
Secretary

PORTRAITS, INC.ARTICLES OF AMENDMENT

(Under Sections 11 - 12)

PORTRAITS, INC. a Maryland corporation having its principal office at 98 W. Washington Street, Hagerstown, Maryland (hereinafter called the Corporation), hereby certifies to the State Tax Commission of Maryland, that:

FIRST: The charter of the Corporation is hereby amended by striking out Paragraph "SECOND" and the first ten lines of Paragraph "THIRD" of the Articles of Incorporation and inserting in lieu thereof the following:

SECOND: The name of the corporation (which is hereinafter called the Corporation) is

MELART OF FREDERICK, INC.

THIRD: The purpose for which the corporation is formed and business or objects to be carried on and promoted by it are as follows:

1. To design, manufacture, purchase or otherwise acquire, repair, engrave, cut, stamp, set and generally work with and upon, and to sell, let, and deal in jewelry, gems, precious and semi-precious stones, cameos, gold, silver, platinum and other wares, plates, utensils, ornaments and articles, timepieces, pocketbooks, handbags, and other leather novelties of all kinds, umbrellas, parasols, canes, personal furnishings, travelers' supplies and equipment, china, glass and porcelain wares, novelties of all kinds, optical goods and supplies, and generally to do all things and to carry on all lines of trade common to the jewelry business, wholesale, retail, or manufacturing. To do all of the foregoing as principal or agent, on commission, or otherwise.

In aid of, or in connection with, the foregoing, or in the use, management, improvement, or disposition of its property, and in addition to all other powers conferred by law, the corporation shall have power:

(sub-paragraphs (a) through end of "THIRD" to remain unchanged).

SECOND: The Board of Directors of the Corporation, at a meeting duly convened and held on February 14, 1957, adopted a resolution in which was set forth the foregoing amendment to the charter, declaring that the said amendment of the charter was advisable and directing that it be submitted for action thereon at the annual meeting of the stockholders of the Corporation to be held on February 14, 1957.

THIRD: Notice setting forth the said amendment of the charter and stating that a purpose of the meeting of the stockholders would be to take action

thereon, was given as required by law, to all stockholders entitled to vote thereon; and like notice was given to all stockholders of the Corporation not entitled to vote thereon, whose contract rights as expressly set forth in the charter would be altered by the amendment.

FOURTH: The amendment of the charter of the Corporation as hereinabove set forth was approved by all of the stockholders of the Corporation by a unanimous vote.

FIFTH: The amendment of the charter of the Corporation as hereinabove set forth has been duly advised by the Board of Directors and approved by the stockholders of the Corporation.

IN WITNESS WHEREOF, PORTRAITS, INC. has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed and attested by its Secretary on the 24th June, 1957.

ATTEST:
Melvin Foer
Melvin Foer, Secretary

PORTRAITS, INC.
By: Arthur Sheinbaum
Arthur Sheinbaum, President



DISTRICT OF COLUMBIA, ss:

I HEREBY CERTIFY that on June 24th, 1957, before

-2-

me, the subscriber, a Notary Public of the District of Columbia, personally appeared Arthur Sheinbaum, President of PORTRAITS, INC., a Maryland corporation, and in the name and on behalf of said corporation acknowledged the foregoing Articles of Amendment to be the corporate act of said corporation; and at the same time personally appeared Melvin Foer and made oath in due form of law that he was Secretary of the meeting of the stockholders of said corporation at which the amendment of the charter of the corporation therein set forth was approved, and that the matters and facts set forth in said Articles of Amendment are true to the best of his knowledge, information and belief.

WITNESS my hand and notarial seal, the day and year last above written.



Natalie Halle

Notary Public, D. C.

My Commission Expires May 14, 1961

See letter by similar corporation authorizing use of name 6-2!

*Melart of Long Meadows, Inc.
The Melart Jewellers, Inc.*

ARTICLES OF AMENDMENT

OF

PORTRAITS, INC.
changing its name to
MELART OF FREDERICK, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

SEP 26 9 08 AM '57

LIBER FOLIO
LAURENCE MORTGAGE SALES
G. MERLIN SWYDER
CLERK
Records

approved and received for record by the State Tax Commission of Maryland,
June 26, 1957 at 11:27 o'clock A.M. as in conformity
with law and ordered recorded.

A 9684

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-42, folio 452, one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$..... Recording fee paid \$ 10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.



AS WITNESS my hand and seal of the said Commission at Baltimore.

Robert W. Wain
Secretary

J 107

Recorded September 26, 1957 at 9:09 A.M. Liber 7

ANTIETAM TRANSIT CO., INC.

ARTICLES OF INCORPORATION

(Under Section 4)

FIRST: We, the undersigned, Joseph G. Succa, whose post office address is 829 State Road, Lemoyne, Pennsylvania, W. Warren Stultz, whose address is 19 N. Jonathan St. Hagerstown, Maryland and Richard H. Sweeney whose address is 19 N. Jonathan Street, Hagerstown, Maryland, each being at least twenty one years do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation is ANTIETAM TRANSIT CO., INC.

THIRD: The purposes for which the corporation is formed and the business or objects to be carried on and promoted by it are as follows:

(1) To own, operate, manage, control and engage in the general business of transporting, hauling, handling and conveying of passengers and freight by bus, automobile, truck, motorcycles, motor vehicles, or by any other means of conveyance, for hire or pay, and to generally own, operate, manage and control automobile bus lines for the general transportation for pay of the public, and transport freight, for hire, or pay, of every kind and description.

(2) To purchase, rent, manufacture, deal in, operate, sell and let for hire, automobiles, trucks, motorcycles and motor vehicles and supplies and fittings therefor of every kind, nature and description.

(3) To erect, purchase, lease or otherwise acquire, and to maintain and operate filling stations and garages for the sale of gasoline, oils and other automobile supplies, and the storing, caring for, and repairing of automobiles and motor vehicles of every kind, nature and description.

(4) To make and sell parts, supplies, batteries and accessories useful with, and in connection with the use of motor cars and vehicles, to store, clean and repair automobiles and motor vehicles, and to replace their parts and to do all other things incidental to the business of conducting a garage and repair shop, or profitable in connection therewith.

(5) To conduct a general wholesale and retail business and to purchase, lease or otherwise acquire, and to operate, sell, lease and generally deal in automobiles and motor vehicles of every kind.

(6) To operate, manage and control taxicabs for hire or pay, and to generally own, operate, manage and control taxicabs and automobiles for the transportation, for pay of the public.

(7) To operate, manage and control trucks and motor vehicles, to engage in the business of handling, hauling and transporting of freight or personal property of every kind, nature and description, for hire or pay, and to generally own, operate, manage and control a general trucking business for the transportation of freight or personal property.

(8) To buy, sell, rent, lease, or otherwise acquire, to hold, own, use, improve, mortgage, sell, exchange, lease, otherwise dispose of real property, improved or unimproved.

(9) To borrow money from any person, firm or corporation; to make and issue notes, bills, bonds, debentures, and other evidences of indebtedness of all kinds, and to secure the same by pledge, mortgage, or otherwise, without limit as to amount, and to provide for payment of the same by deposited cash, sinking funds, or otherwise.

(10) To hold, purchase, or otherwise acquire, and to sell, assign, transfer, mortgage or pledge, or otherwise dispose of shares of the capital stock and securities created by any other corporation or corporations and while the holder thereof to exercise all the privileges of ownership, including the right to vote thereon, with

power to designate some person for that purpose from time to time to the same extent as natural persons might or could do.

(11) The corporation may utilize and apply its surplus earnings or profits authorized by law to be so reserved, to the purchase or acquisition of its own capital stock, from time to time, and in such manner as may be legal and equitable as to other stockholders, and upon such terms as its Board of Directors shall determine.

(12) In general to carry on any lawful business and to have and exercise all powers conferred by the General Laws of the State of Maryland upon corporations formed thereunder and to exercise and enjoy all powers, rights, privileges granted or conferred upon corporations of this character by said General Laws now or hereafter in force, the enumeration of certain powers as herein specified not being intended to exclude any such other powers, rights and privileges.

(13) To conduct and carry on any other similar business which may be capable of being profitably carried on with the corporations business or to carry on any similar business that is directly or indirectly adapted to add to the value of the corporations property and profits of its authorized business.

(14) To do any or all of the things in this certificate set forth as objects, purposes, powers or otherwise to the same extent and as fully as natural persons might or could do, as principals, agents, trustees, or otherwise.

FOURTH: The post office address of the principal office of the corporation in this State is 19 N. Jonathan Street, Hagerstown, Maryland. The name and post office address of the resident agent of the Corporation in this State is: W. Warren Stultz, 19 N. Jonathan Street, Hagerstown, Maryland, who is a citizen of Maryland and actually resides therein.

FIFTH: The total amount of authorized capital stock of the corporation is One Hundred Thousand (\$100,000.00) Dollars par value divided into One Thousand (1,000) shares of the par value of One

Hundred (\$100.00) Dollars per share.

SIXTH: The number of directors of the Corporation shall be three (3) which number may be increased or decreased pursuant to the by laws of the Corporation, but shall never be less than three; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are Joseph G. Succa, W. Warren Stultz and Richard H. Sweeney.

SEVENTH: The duration of this Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on June 10, 1957.

- 1. *Joseph G. Succa*
Joseph G. Succa
- 2. *W. Warren Stultz*
W. Warren Stultz
- 3. *Richard H. Sweeney*
Richard H. Sweeney

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I hereby certify, that on this 10th day of June A.D. 1957 before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared Joseph G. Succa, W. Warren Stultz and Richard H. Sweeney and severally acknowledged the foregoing Articles of Incorporation to be their act and deed.

Witness my hand and official Notarial Seal.

Margaret S. Green
Notary Public

My Commission expires:



ARTICLES OF INCORPORATION
OF
ANTIETAM TRANSIT CO., INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

SEP 26 9 09 AM '57

LIBER FOLIO

G. MERLIN SWYDER
CLERK

Handwritten signature

approved and received for record by the State Tax Commission of Maryland,
June 11, 1957 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 9500

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-41, folio 1, one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$...20.00..... Recording fee paid \$...10.00.....

To the clerk of the F Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received; approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.

Handwritten signature
Secretary

Recorded September 26, 1957 at 9:09 A.M. Liber 7
ARTICLES OF INCORPORATION

OF

ODORITE SANITATION SERVICE OF HAGERSTOWN, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, BERT FRIEDEMANN, whose post office address is 4314 Woodberry Street, University Park, Maryland, LUCY FRIEDEMANN, whose post office address is 4314 Woodberry Street, University Park, Maryland, and DONALD G. SINGLEY, whose post office address is 10604 Lester Street, Silver Spring, Maryland, all being of full legal age, do, under and by virtue of the General Laws of the State of Maryland, authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

SECOND: The name of the corporation is

ODORITE SANITATION SERVICE OF HAGERSTOWN, INC.

THIRD: The purposes for which the corporation is formed, and the business or objects to be carried on and promoted by it are as follows:

To engage in and to do a general business in the deodorizing field, to carry on the business of deodorizing, engineering and manufacturing, importing and dealing in deodorants, pharmaceuticals, medicinals, chemicals and other preparations, and to buy, sell and deal in and with all substances, ingredients, materials, supplies, machinery, apparatus, appliances and things capable of being used in any such business as aforesaid.

To engage in and carry on the business of importing and exporting, manufacturing, producing, buying, selling and otherwise dealing in and with goods, wares and merchandise of every class and description.

To engage in and carry on the business of exterminating, controlling, preventing pests, insects, bugs, rats, mice and any and all other forms of insect or pest life.

To engage in and carry on any other business which may conveniently be conducted in conjunction with any business of the corporation.

To purchase, lease, hire or otherwise acquire, hold, own, develop, improve and in any manner dispose of, and to aid and subscribe toward the acquisition, development or improvement of, real and personal property, and rights and privileges therein, suitable or convenient for any of the business of the corporation.

To purchase, lease, hire or otherwise acquire, hold, own, construct, erect, improve, manage, operate and in any manner dispose of, and to aid and

subscribe toward the acquisition, construction or improvement of, plants, mills, factories, works, buildings, machinery, equipment and facilities, and any other property or appliances which may appertain to or be useful in the conduct of any of the business of the corporation.

To acquire all or any part of the good will, rights, property and business of any person, firm, association or corporation heretofore or hereafter engaged in any business similar to any business which the corporation has the power to conduct, and to hold, utilize, enjoy and in any manner dispose of, the whole or any part of the rights, property and business so acquired, and to assume in connection therewith any liabilities of any such person, firm, association or corporation.

To apply for, obtain, purchase or otherwise acquire, any patents, copyrights, licenses, trade-marks, trade names, rights, processes, formulas, and the like, which may seem capable of being used for any of the purposes of the corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account, the same.

To acquire by purchase, subscription or in any other manner, take, receive, hold, use, employ, sell, assign, transfer, exchange, pledge, mortgage, lease, dispose of and otherwise deal in and with, any shares of stock, shares, bonds, debentures, notes, mortgages or other obligations, and any certificates, receipts, warrants or other instruments evidencing rights or options to receive, purchase or subscribe for the same or representing any other rights or interests therein or in any property or assets, issued or created by any persons, firms, associations, corporations, syndicates, or by any governments or subdivisions thereof; and to possess and exercise in respect thereof any and all the rights, powers and privileges of individual holders.

To purchase or otherwise acquire, and to hold, sell or otherwise dispose of, and to retire and reissue, shares of its own stock of any class in any manner now or hereafter authorized or permitted by law.

To borrow or raise money for any of the purposes of the corporation, and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law, for moneys so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and of the interest thereon by mortgage or pledge or conveyance or assignment in trust of the whole or any part of the property of the corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of such bonds, debentures, notes or other obligations of the corporation for its corporate purposes.

To aid in any manner any person, firm, association, corporation or syndicate, any shares of stock, shares, bonds, debentures, notes, mortgages or other obligations of which, or any certificates, receipts, warrants or other instruments evidencing rights or options to receive, purchase or subscribe for the same, or representing any other rights or interests therein, are held by or for this corporation, or in the welfare of which this corporation shall have any interest, and to do any acts or things designed to protect, preserve, improve and enhance the value of any such property or interest, or any other property of this corporation.

To guarantee the payment of dividends upon any shares of stock or shares in, or the performance of any contract by, any other corporation or association in which this corporation has an interest, and to endorse or otherwise guarantee the payment of the principal and interest, or either, of any bonds, debentures, notes or other evidences of indebtedness created or issued by any such other corporation or association.

To carry out all or any part of the foregoing objects as principal, factor, agent, contractor or otherwise, either alone or through or in conjunction with any person, firm, association or corporation, and, in carrying on its business and for the purpose of attaining or furthering any of its objects and purposes, to make and perform any contracts and to do any acts and things, and to exercise any powers suitable, convenient or proper for the accomplishment of any of the objects and purposes herein enumerated or incidental to the powers herein specified, or which at any time may appear conducive to or expedient for the accomplishment of any of such objects and

To carry out all or any part of the aforesaid objects and purposes, and to conduct its said business in all or any of its branches, in any or all states, territories, districts and possessions of the United States of America and in foreign countries; and to maintain offices and agencies in any or all states, territories, districts and possessions of the United States of America and in foreign countries.

The foregoing objects and purposes shall, except when otherwise expressed, be in no way limited or restricted by reference to, or inference from, the terms of any other clause of this or any other article of this certificate of incorporation or of any amendment thereto, and shall each be regarded as independent, and construed as powers as well as objects and purposes.

The corporation shall be authorized to exercise and enjoy all of the powers, right and privileges granted to, or conferred upon, corporations of a similar character by the General Laws of the State of Maryland now or hereafter in force, and the enumeration of the foregoing powers shall not be deemed to exclude any powers, rights or privileges so granted or conferred.

FOURTH: The post office address of the place at which the principal office of the corporation in this state will be located is 144 North Locust Street, Hagerstown, Maryland. The resident agent of the corporation is Robert T. Violett, whose post office address and residence is 7015 Chansory Lane, College Heights Estates, Hyattsville, Maryland; he is a citizen of the state of Maryland, actually residing therein.

FIFTH: The corporation shall have five (5) directors and Williard I. Silverberg, Annaliese Silverberg, Bert Friedeman, Lucy Friedeman and Donald G. Singley shall act as such until the first annual meeting or until their successors are duly chosen and qualified.

SIXTH: The total number of authorized capital stock of the corporation is Two Hundred (200) shares of the par value of One Hundred Dollars (\$100.00) each.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the corporation and of the directors and stockholders:

The board of directors of the corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, and securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as said board of directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the by-laws of the corporation.

If so determined by the board of directors, the corporation may from time to time issue shares without par value of its stock of any class for a consideration of which or the value of which a part only shall be contributed as capital, and the amount of such stock issued shall include only that part of the amount or value of such consideration so contributed as capital, and the balance of the consideration or the value of the consideration shall constitute surplus and shall be available for the payment of dividends and for other corporate purposes.

The board of directors shall have power to determine from time to time whether and to what extent and at what times and places and under what conditions and regulations the books, accounts and documents of the corporation, or any of them, shall be open to the inspection of stockholders, except as otherwise provided by statute or by the by-laws and, except as so provided no stockholder shall have any right to inspect any book, account or document of the corporation unless authorized so to do by resolution of the board of directors.

Any contract, transaction or act or the corporation or of the directors which shall be ratified by a majority of a quorum of the stockholders having voting powers at any annual meeting, or at any special meeting called for such purpose, shall, so far as permitted by law be as valid and as binding as though ratified by every stockholder of the corporation.

Unless the by-laws otherwise provide, any officer or employee of the corporation (other than a director) may be removed at any time with or without cause by the board of directors or by any committee or superior officer upon whom such power of removal may be conferred by the by-laws or by authority of the board of directors.

Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of the holders of a majority or other designated proportion of the shares or of the shares of each class, or otherwise to be taken or authorized by vote of the stockholders, such action shall be effective and valid if taken and authorized by the affirmative vote of the holders of a majority of the total number of shares outstanding and entitled to vote thereon, except as otherwise provided in the charter or in the by-laws, but in cases in which the law authorizes such action to be taken or authorized by a less vote, such action shall be effective and valid if so taken or authorized, except as otherwise provided in the charter or in the by-laws.

The corporation reserves the right, from time to time, to make any amendments of its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any of its outstanding stock by classification, reclassification or otherwise; but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such change in the terms thereof shall have been authorized by the holders of a majority of the shares of such stock at the time outstanding, by a vote at a meeting or in writing with or without a meeting.

EIGHTH: The duration of the corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed this certificate of incorporation.

WITNESS:

Carol V. Cartwright
as to all three

Bert Friedeman
Bert Friedeman

Lucy Friedeman
Lucy Friedeman

Donald G. Singley
Donald G. Singley

STATE OF MARYLAND

COUNTY OF Prince Georges, ss:

I HEREBY CERTIFY, that on June 10 1957, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared BERT FRIEDEMANN, LUCY FRIEDEMANN and

DONALD G. SINGLEY and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and notarial seal, the day and year last above written.



Florence Friedeman
Notary Public

See letter by similar
incorporation authorizing
use of name 6-13

Odorite Sanitation Service of Baltimore, Inc

ARTICLES OF INCORPORATION

OF

ODORITE SANITATION SERVICE OF HAGERSTOWN
INC.

STATE OF MD. WASHINGTON COUNTY
RECEIVED FOR RECORD

SEP 26 9 09 AM '57

LIBER FOLD
G. MCELIN SWYDER
CLERK

approved and received for record by the State Tax Commission of Maryland,
June 13, 1957 at 12:06 o'clock P.M. as in conformity
with law and ordered recorded.

A 9539

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-41, folio 217, one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 12.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.



AS WITNESS my hand and seal of the said Commission at Baltimore.

Samuel W. Ward
Secretary

Recorded September 26, 1957 at 9:09 A.M. Liber 7

THE CEDAR LAWN BRETHERN CHURCH

ARTICLES OF AMENDMENT

THIS IS TO CERTIFY:

FIRST: That the charter of the Cedar Lawn Brethern Church, a Maryland corporation having its principal office in Cedar Lawn, Hagerstown, Maryland (hereinafter called the local conference), is hereby amended by striking out clauses one, two, three, four, five, six and seven of the certificate of incorporation and inserting in lieu thereof the following:

1st: That the name of the Corporation (which is hereinafter called the local conference) shall be "Cedar Lawn Missionary Church".

2nd: That the estate, property, interest, inheritance and other temporal affairs of the local conference shall be managed by five trustees, one of whom shall be the acting Minister of the local conference, and the other four of whom shall be above 21 years of age, of good character and members of the local conference, and elected on the first Wednesday in December and shall hold office for a period of two years or until their successors are duly chosen and elected, provided that, of the first four elected, two of them shall be elected for a period of one year and two of them shall be elected for a period of two years; in the event of the death, resignation or refusal to act of any such trustee, then the majority of the remaining trustees shall duly elect a successor who shall fill the unexpired term thereof; said Minister shall constitute and be the chairman of the said Board of Trustees of the local conference. The spiritual affairs of the local conference shall be managed by a Board of at least three deacons, selected in a manner to be provided for in the by-laws of the local conference; a Church Board as provided for by the constitution of the Missionary Church Association is hereby authorized and directed to maintain a roster of the members of said local conference,

and to accept new members in accordance with the established usage of the Missionary Church Association and to strike from such roster the names of all persons who resign therefrom, or who die while a member, or whose attendance in the local conference is so infrequent as to make it, in the judgment of the Church Board, advisable to no longer consider such a person as a member thereof; in the event a division shall occur within this local conference the personal and real property of the local conference shall belong to the group which contains the largest number of members in good standing.

3rd: There shall be also elected by ballot at the annual business meeting of the local conference a general church secretary and a general church treasurer.

4th: That all members of said local conference whose names appear in the aforesaid roster or list or should appear therein, and who are at least 16 years of age and in attendance at said meetings, shall be entitled to vote thereat; that the majority of all said members present at any meeting and entitled to vote shall determine all matters which are submitted to vote at said meetings, except the employment and/or discharge of the Minister to said local conference; the employment and/or discharge of the Minister to be in accordance with the constitution of the Missionary Church Association.

5th: Deleted.

6th: All funds belonging to said local conference shall be deposited in the name of the said local conference in such bank or banks as the majority of said Trustees may from time to time deem advisable and shall be subject to withdrawal on checks signed by the General Church Treasurer or the Assistant Treasurer or by other persons as the Church Board may direct.

7th: That should this local conference be dissolved pursuant to the laws of the State of Maryland, then all assets of said local conference shall be converted into cash by said trustees or such other person or persons as shall be duly authorized so to do, and after the payment of all debts of said local conference then any balance remaining shall be distributed and paid to all members of said local conference whose names appear or should appear on the aforesaid roster or list and who are 16 years of age or more.

SECOND: That the Board of Trustees of the Congregation at a meeting duly convened and held on April 14, 1957, duly advised the amendment of the charter of the Congregation hereinabove set forth

by passing a resolution declaring that said amendment is advisable and calling for a meeting of the members to take action thereon.

THIRD: That the meeting of the members of the Congregation, called by the Board of Trustees as aforesaid and duly warned in the manner provided by law, was held at Cedar Lawn, Hagerstown, Maryland, on May 22, 1957, at which time the members present by a majority vote duly adopted the amendments of the charter of the Congregation herein above set forth.

IN WITNESS WHEREOF, The Cedar Lawn Brethern Church has caused these presents to be signed in its name and on its behalf by the Chairman of its Board of Trustees and attested by its Secretary on this 29 day of May, 1957.

THE CEDAR LAWN BRETHERN CHURCH

BY: Robert Seek
Robert Seek
Chairman of the Board of Trustees

ATTEST:

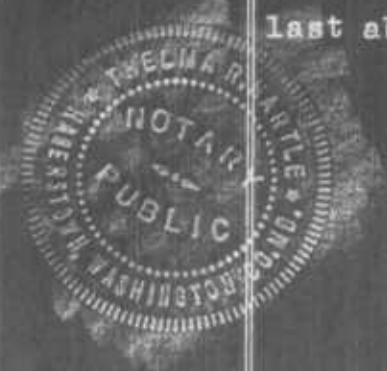
Herbert Hockett
Herbert Hockett
Secretary



STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 29th day of May, 1957, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared Robert Seek, Chairman of the Board of Trustees of the Cedar Lawn Brethern Church, a Maryland corporation, and in the name and on behalf of said corporation acknowledged the foregoing Articles of Amendment to be the corporate act of said corporation; and at the same time personally appeared Herbert Hockett and made oath in due form of law that he was Secretary of the corporation at which the amendment of the charter of the corporation set forth in said Articles of Amendment was adopted, and that the matters and facts set forth in said Articles of Amendment are true to the best of his knowledge, information and belief.

WITNESS my hand and Official Notarial Seal, the day and year last above written.



John R. Hawk
Notary Public
My Commission Expires: 5/4/59

ARTICLES OF AMENDMENT

OF

THE CEDAR LAWN BROTHERN CHURCH
changing its name to
CEDAR LAWN MISSIONARY CHURCH

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

SEP 26 9 09 AM '57

LIBER FOLD
LADY MURPHY GALE
G. MELBA SNYDER
CLERK

Records

approved and received for record by the State Tax Commission of Maryland,
June 3, 1957 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 9430

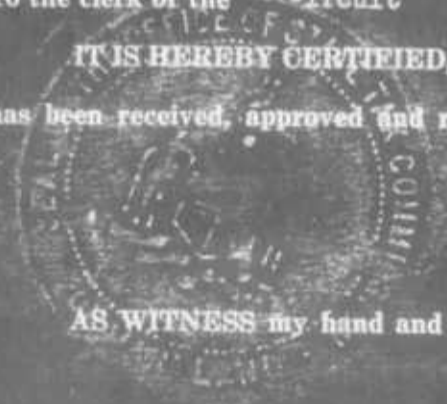
APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-40, folio 165, one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$ Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.



AS WITNESS my hand and seal of the said Commission at Baltimore.

[Signature]
Secretary

Recorded September 26, 1957 at 9:09 A.M. Liber 7

NORMAN S. EARLEY AND SON, INC.

ARTICLES OF INCORPORATION

(Under Section 4)

FIRST: We, the undersigned, W. Warren Stultz, whose post office address is 19 N. Jonathan Street, Hagerstown, Maryland, Richard H. Sweeney, whose post office address is 19 N. Jonathan Street, Hagerstown, Maryland, and Lois F. Whisner, whose post office address is 19 N. Jonathan Street, Hagerstown, Maryland, each being at least twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation is NORMAN S. EARLEY AND SON, INC.

THIRD: The purposes for which the Corporation is formed and the business or objects to be carried on and promoted by it are as follows:

1. To make surveys, to lay out and construct streets, roads, highways, drains, and sewers, to design buildings, bridges, culverts, and structures of every kind and character, to furnish estimates for the construction of the same and to carry on and conduct a general engineering and contracting business, including the designing, constructing, enlarging, repairing, remodeling, or otherwise engaging in any work upon buildings, manufacturing plants, roads, sidewalks, highway, bridges, or other structures, and to engage in iron, steel, wood, brick, concrete, stone, cement masonry and earth construction, and to execute contracts or to receive assignments of contracts therefor, or relating thereto; also, to manufacture and furnish the building materials, supplies and equipment connected therewith.
2. To manufacture, purchase, or otherwise acquire, hold mortgage, pledge, sell, transfer, or in any manner encumber or dispose of goods, wares, merchandise, equipment, imple-

ments, and other personal property of every kind.

3. To purchase, lease or otherwise acquire property, real, personal and mixed and to own, hold, sell and convey, lease, exchange, encumber by mortgage or deed of trust or otherwise deal in, utilize, or dispose of such property, real, personal and mixed, and any rights, interests, equities, mortgages and options in, upon or affecting any such property; also to acquire in any manner and to receive, take and hold title to real estate of any kind, improved or unimproved, and to improve the same and to construct, build, own, operate, maintain, lease and sell buildings, and structures of every kind and character; and to acquire, use, repair, pledge, mortgage or lease any motor vehicles, machinery, trucks, steam shovels, building equipment, and personal property of every kind and description.

4. To apply for, obtain, register, purchase, lease or otherwise to acquire, and to hold, own, use, develop, operate and introduce, and to sell, assign, grant licenses or territorial rights in respect to, or otherwise to turn to account or dispose of any license or territorial rights in respect to, or otherwise to turn to account or dispose of, any licenses, copyrights, trademarks, tradenames, brands, labels, patent rights, letters patent of the United States or of any other country or government, inventions, improvements and processes, whether used in connection with or secured under letters patent or otherwise.

5. To purchase, acquire, hold, sell, assign, transfer, mortgage, pledge and otherwise dispose of capital stock, bonds, debentures, accounts receivable, mortgages, or other evidences of indebtedness of any individual or any corporation, domestic or foreign, and while the holder thereof to exercise all the rights and privileges of ownership including the right to vote thereon and to issue in exchange therefor its own stock, bonds and other obligations and to aid in any manner

any corporation whose stock, bonds, or other obligations are held by this company, and to do any other lawful acts or things and to carry on any other business which may seem to the corporation to be calculated directly or indirectly to effectuate the aforesaid objects or any of them or to facilitate it in the transaction of the aforesaid business or any part thereof.

6. To enter into, make or perform contracts of every kind and with any persons, firm, association or corporation, municipal body politic, county, territory, state, national government, or colony or dependency thereof, and without limits as to amount, to draw, make, accept, endorse, discount its own paper, execute and issue promises, any notes, drafts, bills of exchange, warrants, bonds, mortgages, debentures, and other negotiable or transferable instruments and evidences of indebtedness, whether secured by mortgage or otherwise as well as to secure the same by mortgage or otherwise, so far as may be permitted by the laws of the State of Maryland.

7. In general to carry on any lawful business and to have and exercise all powers conferred by the General Laws of the State of Maryland upon corporations formed thereunder and to exercise and enjoy all powers, rights and privileges granted to or conferred upon corporations of this character by said General Laws now or hereafter in force; the enumeration of certain powers as herein specified not being intended to exclude any such other powers, rights and privileges.

FOURTH: The post office address of the principal office of the corporation in this State is 638 Frederick Street, Hagerstown, Maryland. The name and post office address of the resident agent of the corporation in this State is : Harold H. Earley, 638 Frederick Street, Hagerstown, Maryland, who is a citizen of Maryland and actually resides therein.

FIFTH: The total amount of authorized capital stock of the Corporation is Five Hundred Thousand (\$500,000.00) Dollars par value divided into Fifty Thousand (50,000) Shares of the par value of Ten (\$10.00) Dollars per share.

SIXTH: The number of directors of the Corporation shall be three (3) which number may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than three; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are W. Warren Stultz, Richard H. Sweeney and Lois F. Whisner.

SEVENTH: The duration of this Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on June 26 1957.

- 1. W. Warren Stultz
W. Warren Stultz
- 2. Richard H. Sweeney
Richard H. Sweeney
- 3. Lois F. Whisner
Lois F. Whisner

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I hereby certify, that on this 26th day of June A.D. 1957, before me, the subscriber, a Notary Public of the State and County aforesaid, personally appeared W. Warren Stultz, Richard H. Sweeney and Lois F. Whisner and severally acknowledged the foregoing Articles of Incorporation to be their act and deed.

Witness my hand and official Notarial Seal.

Annal Delosius
Notary Public



ARTICLES OF INCORPORATION
OF
NORMAN S. EARLEY AND SON, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

SEP 26 9 09 AM '57

LIBER FOLIO
L. MERLIN SNYDER
CLERK

approved and received for record by the State Tax Commission of Maryland,
June 28, 1957 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 9723

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-43, folio 130, one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$ 100.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.

Norman S. Earley
Secretary

MURRAY PRODUCTS COMPANY INCORPORATED

ARTICLES OF INCORPORATION.

Recorded September 26, 1957 at 9:09 A.M. Liber 7

THIS IS TO CERTIFY: That the subscribers, Theodore R. Murray Jr., whose address is 203 South Prospect St., Hagerstown, Maryland; Mary L. Murray, whose address is 203 South Prospect St., Hagerstown, Maryland, Theodore R. Murray Sr., whose address is Big Pool, Maryland, and Mary E. Murray, whose address is Big Pool, Maryland, all of full legal age, do hereby certify that we do under and by virtue of the General Laws of the State of Maryland, authorizing the formation of Corporations, associate ourselves together for the purpose of forming a Corporation.

1. The name of said Corporation is, Murray Products Company, Incorporated.

2. The purposes for which the Corporation is formed and the business or objects to be carried on and promoted by it are as follows: to manufacture, process, assemble, make and construct novelties, toys, parts, appliances and gadgets of wood, metal, leather, plastic, rubber, synthetic or any combination thereof and

(a) to purchase, lease, hire or otherwise acquire, hold, own, develop, improve and dispose of and to aid and subscribe toward the acquisition, development or improvement of real and personal property and rights and privileges therein, suitable or convenient for any of the businesses of the corporation,

(b) to apply for, obtain, purchase or otherwise acquire any patents, copy rights, licenses, trade marks, trade names, rights, processes, formulas, and the like, which may seem capable of being used for any of the purposes of the corporation and to use, exercise, develop, grant licenses in respect thereof, sell and otherwise turn to account the same,

(c) to purchase, hold and re-issue the shares of its own stock of any class,

(d) to purchase, lease, hire or otherwise acquire, hold, own, construct, erect, improve, manage and operate buildings, machinery, improvements and facilities and any other property or appliances which may appertain to or be useful in the conduct of any of the businesses of the corporation.

3. The Post Office address of the place at which the principal office of the Corporation in this State will be located is 607 West Washington St., Hagerstown, Maryland. The resident

agent of the Corporation is Theodore R. Murray Jr., 203 South Prospect St., Hagerstown, Maryland, said resident agent is a citizen of the State of Maryland and actually resides therein.

4. The Corporation shall have four (4) directors, and Theodore R. Murray Jr., Mary L. Murray, Theodore R. Murray Sr., and Mary E. Murray shall act as such until the first annual meeting or until their successors are duly chosen and qualified. The number of Directors may be changed in such lawful manner as the by-laws may from time to time provide.

5. The total amount of the authorized capital stock of the Corporation is \$100,000.00 divided into 10,000 shares of the par value of \$10.00 per share.

6. The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class whether now or hereafter authorized and securities converted into shares of its stock of any class, whether now or hereafter authorized for such consideration as said Board of Directors may deem advisable, subject to such limitations and restrictions, if any as may be set forth in the by-laws of the Corporation.

IN WITNESS WHEREOF, we have signed this Certificate of Incorporation on this 26th day of June A.D. 1957.

TEST:

George J. Snyder
George J. Snyder
George J. Snyder
George J. Snyder

Theodore R. Murray Jr.
Theodore R. Murray Jr.
Mary L. Murray
Mary L. Murray
Theodore R. Murray Sr.
Theodore R. Murray Sr.
Mary E. Murray
Mary E. Murray

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit :

I HEREBY CERTIFY, That on this 26th day of June A.D. 1957, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Theodore R. Murray, Jr., Mary L. Murray, Theodore R. Murray, Sr., and Mary E. Murray and severally acknowledged the foregoing Certificate of Incorporation to be their act.

Witness my hand and Official Notarial Seal

Margaret S. Greene
Margaret S. Greene
Notary Public
My Comm. Expires: 5/4/1959



ARTICLES OF INCORPORATION,
OF
MURRAY PRODUCTS COMPANY, INCORPORATED

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
SEP 26 9 09 AM '57
LIBER FOLIO
G. MERLIN SNYDER
CLERK

approved and received for record by the State Tax Commission of Maryland

June 27, 1957 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 9702

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-43, folio 13, one of the Charter Records of the State Tax
Commission of Maryland.

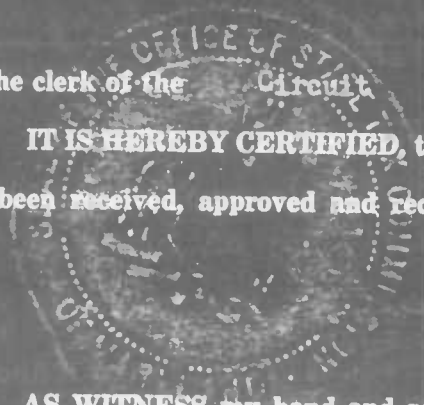
Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.

[Signature]
Secretary



Recorded September 26, 1957 at 9:09 A.M. Liber 7

ARTICLES OF INCORPORATION
OF
"EMBLEM PRODUCTS, INCORPORATED"

THIS IS TO CERTIFY:

First: That we, the subscribers, George M. Custer whose post office address is 132 E. Irvin Avenue, Hagerstown, Maryland; Josephine H. Custer whose post office address is 132 E. Irvin Avenue, Hagerstown, Maryland; and Harold H. Hoffman whose post office address is 11 Jonathan Street, Hagerstown, Maryland, all being of full legal age, have, under and by virtue of the General Laws of the State of Maryland, authorizing the formation of corporations, associated ourselves with the intention of forming a corporation.

Second: That the name of the corporation (which is hereinafter called the Corporation) is:

EMBLEM PRODUCTS, INCORPORATED

Third: The purposes for which the Corporation is formed and the business or objects to be carried on and promoted by it are as follows:

A- To design, build, construct, manufacture, buy and sell emblems of every name, nature and description and of any material or materials.

B- To design, build, construct, manufacture, buy and sell coin containers, plaques, mementos and any and all other objects of every name, nature and description and to employ the use of the emblems described in "A" above as a part thereof or in connection therewith.

C- To design, build, construct, manufacture, buy and sell any mechanical and/or electrical devices and to employ their use as a part of or in connection with the objects described in "B" above.

D- To lease and acquire, by purchase or otherwise, domestic and foreign patents, patent rights, copyrights, licenses to manufacture and sell, patented and copyrighted products and articles, and to sell, lease or license the use of the same or otherwise dispose of the same.

E- To apply for, obtain, register, and to hold, own, use, develop, operate and introduce, and to sell, assign, lease and grant licenses and territorial rights in respect to, and otherwise to turn to account or dispose of any copyrights, trademarks, trade-names, brands, labels, patent rights and letters patent of the United States, and of any other country or government, inventions, improvements and processes, whether used in connection with or secured under letters patent or otherwise.

F- To purchase, lease or otherwise acquire and to hold, improve, sell, assign, transfer, pledge and otherwise deal in real and personal property of every kind, including stocks and securities of other corporations, and to loan money and take securities for the payment of all sums due the corporation and to sell, assign and release such securities.

G- To conduct and carry on its lawful business or any branch thereof in any State or Territory of the United States or in any foreign country, in conformity with the laws of said state, territory or foreign country, and to have and maintain in any state, territory or foreign country a business office, plant, store or other establishment for the operation and transaction of its business.

H- To engage in and carry on any other business which may conveniently be conducted in conjunction with any of the business of the Corporation.

I- To acquire all or any part of the goodwill, rights, property and business of any person, firm, association or

corporation heretofore or hereafter engaged in any business similar to any business which the Corporation has the power to conduct, and to hold, utilize, enjoy and in any manner dispose of the whole or any part of the rights, property and business so acquired, and to assume in connection therewith any liabilities of any such person, firm, association or corporation.

J- To purchase, hold and re-issue the shares of its own stock of any class.

K- In general, to carry on any lawful business and to have and exercise all powers conferred by the General Laws of the State of Maryland upon corporations formed thereunder and to exercise and enjoy all powers, rights, privileges granted to or conferred upon corporations of this character by said General Laws now or hereafter in force; the enumeration of certain powers as herein specified not being intended to exclude any such other powers, rights and privileges.

Fourth: The post office address of the place at which the principal office of the Corporation in this State will be located is 132 East Irvin Avenue ,Hagerstown, Maryland. The resident Agent of the Corporation is Josephine H. Custer, whose post office address is 132 E. Irvin Avenue, Hagerstown, Washington County, Maryland. Said resident Agent is a citizen of the State of Maryland, and actually resides therein.

Fifth: The Corporation shall have three (3) directors and George M. Custer, Josephine H. Custer and Harold H. Hoffman shall act as such until the first annual meeting or until their successors are duly chosen and qualified. The number of directors may be changed in such lawful manner as the by-laws from time to time may provide.

Sixth: The total amount of authorized Capital stock of the Corporation is Fifty Thousand (\$50,000.00) Dollars par value, of which Twenty Five Thousand (\$25,000.00) Dollars par

value, divided into Two Hundred Fifty (250) shares of the par value of One Hundred (\$100.00) Dollars each in Class A Common Stock, Twenty Five Thousand (\$25,000.00) Dollars par value divided into Two Hundred Fifty (250) shares of the par value of One Hundred (\$100.00) Dollars each in Class B Common Stock.

Seventh: The following is a description of each class of stock of the Corporation with the voting powers, restrictions and qualifications thereof:

A- The respective holders of each class of stock shall be entitled to receive, if any, when declared by the Board of Directors out of the funds of the Corporation legally available therefor, dividends in accordance with their respective holdings, share and share alike and without preference or priority.

B- In the event of any liquidation, dissolution or termination of the Corporation, whether voluntary or involuntary, the respective holders of each class of stock shall share ratably share and share alike in all assets of the Corporation.

C- Except as otherwise required by law the entire voting power shall be vested solely and exclusively in the holders of Class A Common Stock, share and share alike and the holders of the Class B Common Stock shall have no voting power and shall have no right to participate in any meeting of stockholders.

D- No share of Class A or Class B Common Stock shall be transferred on the Books of the Corporation from the name of the registered holder thereof to any other person, unless and until some person having authority to do so shall first offer in writing to sell such shares of stock to the Corporation at a price equal in amount to One Hundred Percent of the book value thereof as of the date said offer is received; provided that if such offer is rejected or is not accepted within Ten (10) days after the receipt thereof, then said shares so offered for sale, upon surrender of the certificate therefore properly endorsed may be transferred to any other person within Sixty (60) days

from the date of such rejection or from the expiration of such ten day period without again offering to sell the same to the Corporation provided further if such offer is accepted, then the Certificate for such shares of stock properly endorsed shall be surrendered within Ten (10) days to the Corporation which shall forthwith pay the purchase price therefor.

E- The Board of Directors of the Corporation is hereby empowered to authorize the issuance of Thirty (30) fully paid and non-assessable shares of Class A Common Stock of the Corporation each of such shares having a par value of One Hundred (\$100.00) Dollars to George M. Custer for the following consideration.

(1) Twenty Five Hundred (\$2,500.00) Dollars interest in a partnership known as Emblem Plastic Products Company existing and registered under the laws of the State of New York which interest consists of molds, designs and plastic materials located at Belmont, New York.

(2) Five Hundred (\$500.00) Dollars cash paid into the Corporation.

F- The Board of Directors of the Corporation is hereby empowered to authorize the issuance of Thirty (30) fully paid and non assessable shares of Class A Common Stock of the Corporation, each of such shares par value of One Hundred (\$100.00) Dollars to Josephine H. Custer for the following consideration:

(1) Twenty Five Hundred (\$2,500.00) Dollars interest in a partnership known as Emblem Plastic Products Company existing and registered under the Laws of the State of New York which interest consists of molds, designs and Plastics materials located at Belmont, New York.

(2) Five Hundred (\$500.00) Dollars cash into the Corporation.

G- The Board of Directors of the Corporation is hereby empowered to authorize the issuance of Thirty (30) fully paid and non-assessable shares of Class A Common Stock and Thirty (30) fully

paid and non assessable shares of Class B Common Stock of the Corporation each of such shares having a par value of One Hundred (\$100.00) Dollars to Dorse M. Waters for the following consideration:

(1) Six Thousand (\$6,000.00) Dollars interest in a partnership known as "Emblem Plastic Products Company" existing and registered under the Laws of the State of New York which interest consists of a Patent Pending in a type of mold, mold designs and plastic materials in Belmont, New York.

H- The Board of Directors of the Corporation is hereby empowered to authorize the issuance of Thirty (30) full and non-assessable shares of Class A Common Stock and Thirty (30) fully paid and non assessable shares of Class B Common Stock of the Corporation each of such shares having a par value of One Hundred (\$100.00) Dollars to Claude E. Ackerman for the following consideration:

(1) Six Thousand (\$6,000.00) Dollars interest in a Partnership known as "Emblem Plastic Products Company" existing and registered under the Laws of the State of New York which interest consists of a Patent Pending in a type of mold, mold designs and plastic materials in Belmont, New York.

The actual value of the consideration as hereby fixed by the incorporators is not less than Eighteen Thousand (\$18,000.00) Dollars which includes the One Thousand (\$1,000.00) Dollars cash.

Eight: The Board of Directors of the Corporation is hereby further empowered to authorize the issuance from time to time of shares of its stock of any class whether now or hereafter authorized and securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such considerations as said Board of Directors may deem advisable, subject to such limitations and restrictions if any, as may be set forth in the by-laws of the Corporation.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this 27th day of June, A. D., 1957.

ATTEST:

George M. Custer
Josephine H. Custer
Margaret S. Greene Harold H. Hoffman

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

On this 27th day of June, A. D., 1957, before me, the undersigned Officer, a Notary Public of the State and County aforesaid, personally appeared George M. Custer, Josephine H. Custer and Harold H. Hoffman, all of whom being personally known to me to be the Incorporators above mentioned, and also known to me to be the persons whose names are subscribed to the foregoing Articles of Incorporation, and did acknowledge that they executed the same for the purposes therein contained.

WITNESS my hand and Official Notarial Seal.

Margaret S. Greene
Margaret S. Greene, Notary Public



Comm. Ex: May 4, 1959

ARTICLES OF INCORPORATION
OF
EMBLEM PRODUCTS, INCORPORATED

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

SEP 26 9 09 AM '57

LIBER FOLIO
[Signature]
G. MERLIN SWYDER
CLERK

approved and received for record by the State Tax Commission of Maryland,
June 28, 1957 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 9703

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-43, folio 17, one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 14.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.

[Signature]
Secretary



7
Recorded November 20, 1957 at 10:18 A.M. Liber

ARTICLES OF INCORPORATION

FIRST, we, the undersigned, Eugene C. Smith, whose post office address is Boonsboro, Maryland; Elmer C. Koontz, whose post office address is Sharpsburg, Maryland; and Ralph B. Taylor, Jr., whose post office address is Keedysville, Maryland, each being at least twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the League) is SOUTH MOUNTAIN BASEBALL LEAGUE, INC.

THIRD: The purposes for which the corporation is formed are as follows:

(a) To perpetuate baseball as a National game of the United States, and to surround it with such safeguards as to warrant public confidence in its integrity and methods.

(b) To protect and promote the mutual interests of baseball clubs and baseball players.

(c) To establish and regulate the baseball championship of the South Mountain Baseball League in accordance with the Rules and Regulations now in force in the Major and Minor League Agreements and Rules and the National Association Agreement, and the official baseball rules adopted by the National Association.

(d) To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let and in any other manner encumber or dispose of real property wherever situate.

(e) To purchase, lease, or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let or in any manner encumber or dispose of any personal property used for the purpose of civic improvement by way of amusements, playgrounds, baseball fields or any other community facilities.

(f) To accept members of any organized baseball teams in the geographic location of South Mountain in Maryland, West Virginia, Pennsylvania and Virginia, upon the payment of the proper membership dues, and providing that the member making application shall have its own playing field or fields set aside for its own use so as to avert any conflict in any manner whatsoever, provided the member meets the other provisions of the By-Laws hereinafter adopted.

THIRD: The corporation is not authorized to issue any capital stock and shall be a non stock corporation.

FOURTH: The Board of Directors or incorporators may choose the first members in accordance with the By-Laws. Members shall be elected, may resign or may be removed. Vacancies may be filled and additional members elected as provided in the By-Laws. The number of the Board of Directors of the corporation shall be three which may be increased or decreased pursuant to the By-Laws of the corporation, but shall never be less than three nor more than nine, and the names of the Board of Directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are Eugene C. Smith, Boonsboro, Maryland, Elmer C. Koontz, Sharpsburg, Maryland and Ralph B. Taylor, Jr., Keedysville, Maryland.

FIFTH: The resident agent of the corporation shall be Eugene C. Smith, of Boonsboro, Maryland. The principal office and address of the South Mountain Baseball League shall be Clopper-Michael Post, American Legion, Boonsboro, Maryland. The above named resident agent is a citizen of this State and actually resides herein.

SIXTH: The duration of the corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of

Incorporation on the *22nd* day of *June*, A.D., 1957.

WITNESS:

E. P. Steffen

Eugene C. Smith (SEAL)
Eugene C. Smith

E. P. Steffen

Elmer C. Koontz (SEAL)
Elmer C. Koontz

E. P. Steffen

Ralph B. Taylor, Jr. (SEAL)
Ralph B. Taylor, Jr.

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this *22nd* day of *June*, A.D., 1957, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Eugene C. Smith, Elmer C. Koontz and Ralph B. Taylor, Jr., and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Official Notarial Seal.

Alfred C. Huffer, Jr.
Notary Public

My Commission Expires 5-4-59

Comm. Exp.



711

RECEIVED FOR RECORD
Nov 20 10 16 AM '57
C. MERRILL SANDER
CLERK

ARTICLES OF INCORPORATION
OF
SOUTH MOUNTAIN BASEBALL LEAGUE, INC.

approved and received for record by the State Tax Commission of Maryland,
July 30, 1957 at 9:00 o'clock A.M. as in conformity
with law and ordered recorded.

A 10045

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-46, folio 421, one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.

[Signature]
Secretary

7

Recorded November 20, 1957 at 10:19 A.M. Liber

ARTICLES OF INCORPORATION

OF

THE UNITED FUND OF WASHINGTON COUNTY, MARYLAND, INC.

THIS IS TO CERTIFY:

ARTICLE I

INCORPORATORS

Section 1. We, the subscribers, Joseph H. Baylis, whose post office address is 1630 Park Road, Hagerstown, Maryland; Edward W. Cooley, 947 Forrest Drive, Hagerstown, Maryland; and John Wagaman, 760 Briarcliff Drive, Hagerstown, Maryland, all being at least twenty-one years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these Articles.

ARTICLE II

NAME

Section 1. The name of this corporation shall be "The United Fund of Washington County, Maryland, Inc."

ARTICLE III

OBJECTS AND PURPOSES

Section 1. The objects and purposes for which it is formed are:

- A. To bring together in a united appeal, community-accepted campaigns of local, state, and national service organizations providing health, welfare, and recreational benefits in the public interest.
- B. To solicit funds and property for such agencies; to acquire by gift, legal devise, purchase, or otherwise, property of every kind and nature, both real and personal, for such agencies; to lease, mortgage, improve, pledge, sell, convey, or otherwise dispose of such property.
- C. To invest and expend funds, and to distribute funds to such agencies.

- D. To create and promote a community interest in the services of such agencies and in the united appeal plan.
3. To do all acts and things necessary, convenient, or expedient to carry on the above mentioned purposes.

ARTICLE IV

DURATION

Section 1. The period during which it is to continue as a corporation is perpetual.

ARTICLE V

RESIDENT AGENT - PRINCIPAL OFFICE

Section 1. The name and address of its resident agent is Edward W. Cooley, Earle Building, Hagerstown, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

Section 2. The post office address of its principal office is Hagerstown Chamber of Commerce, Inc., 5 East Washington Street, Hagerstown, Maryland.

ARTICLE VI

MEMBERSHIP

Section 1. Membership: Every contributor to this corporation shall thereby become a member of the corporation. He shall be entitled to vote at all meetings of the members held during the period covered by his subscription, provided he is not in default of his subscription.

ARTICLE VII

TYPE OF CORPORATION

Section 1. This corporation is organized on a non-stock basis and all proceeds shall be used solely for charitable purposes.

ARTICLE VIII

BOARD OF DIRECTORS

Section 1. The affairs of this corporation shall be directed by a Board of Directors consisting of not less than twenty-one (21) persons, the exact number, within such limitations, to be determined by the

by-laws of the corporation.

ARTICLE IX

NAMES AND ADDRESSES

OF ORIGINAL BOARD OF DIRECTORS

Section 1. The names and addresses of the first Board of Directors are:

1. J.H. Baylis
Hagerstown, Md.
2. David W. Byron
Hagerstown, Md.
3. Donovan R. Beachley, Sr.
Hagerstown, Md.
4. C.M. Campbell
Hagerstown, Md.
5. William M. Corun
Hagerstown, Md.
6. Edward W. Coeey,
Hagerstown, Md.
7. John P. Caspar
Hancock, Md.
8. G. Victor Cushwa
Williamsport, Md.
9. Elbert W. Butler
Boonsboro, Md.
10. Roy Danzer, Jr.
Hagerstown, Md.
11. W.R. Daniels
Hagerstown, Md.
12. E.N. Funkhouser,
Hagerstown, Md.
13. Max Greenwald
Hagerstown, Md.
14. Yale C. Hanks
Hagerstown, Md.
15. Herman B. Hoopes
Hagerstown, Md.
16. Sheldon Holsopple
Hagerstown, Md.
17. J.V. Jamison, III,
Hagerstown, Md.
18. W. Preston Lane
Hagerstown, Md.
19. Odello M. Leiter
Hagerstown, Md.
20. Lee Mullendore
Hagerstown, Md.
21. C. Leister Mobley, Jr.,
Hagerstown, Md.
22. Harold M. Porter
Hagerstown, Md.
23. C. M. Potterfield
Hagerstown, Md.
24. Hubert Poole
Hagerstown, Md.
25. Ellsworth R. Roulette
Hagerstown, Md.
26. Victor F. Stine
Hagerstown, Md.
27. H. K. Stickell
Hagerstown, Md.
28. Arley O. Sica
Hagerstown, Md.
29. James Stone
Hagerstown, Md.
30. R. Paul Smith
Hagerstown, Md.
31. John Wagaman
Hagerstown, Md.
32. Fred Wright, Jr.
Hagerstown, Md.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this
21st day of June, 1957.

Witness:

<u>Pearl L. Gehr</u> Pearl L. Gehr	as to	<u>Joseph H. Baylis</u> Joseph H. Baylis
<u>Pearl L. Gehr</u> Pearl L. Gehr	as to	<u>Edward W. Coeey</u> Edward W. Coeey
<u>Pearl L. Gehr</u> Pearl L. Gehr	as to	<u>John Wagaman</u> John Wagaman

STATE OF MARYLAND)
) ss:
 COUNTY OF WASHINGTON)

This is to certify that on this 21st day of June, 1957,
 before me, the subscriber, a Notary Public of the State of Maryland, in and for
 the County aforesaid, personally appeared Joseph H. Baylis, Edward W. Coeey,
 and John Wagaman, and severally acknowledged the foregoing Articles of Incorporation
 to be their respective act.



Witness my hand and Notarial Seal, the day and year last above written.

Pearl L. Gehr
 Notary Public
 Pearl L. Gehr

My commission Expires: May 4, 1959.

ARTICLES OF INCORPORATION

OF

THE UNITED FUND OF WASHINGTON COUNTY, MARYLAND, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
Nov 20 10 18 AM '57
LIBER
LAND
G. MERLIN SWIDER
CLERK

approved and recorded for record by the State Tax Commission of Maryland,

July 5, 1957 at 11:23 o'clock A. M. as in conformity

with law and ordered recorded.

A 9777

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-44, folio 60, one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.

[Signature]
Secretary

ROWE & SCHEELEY, INC.

ARTICLES OF INCORPORATION

FIRST: We, the undersigned, Joseph N. Rowe, whose post office address is 1535 Dual Highway, Hagerstown, Maryland, Alma W. Rowe, whose post office address is 1535 Dual Highway, Hagerstown, Maryland, William L. Scheeley, whose post office address is 2150 Rolling Road, Hagerstown, Maryland, and Lucille G. Scheeley, whose post office address is 2150 Rolling Road, Hagerstown, Maryland, each being at least twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is

ROWE & SCHEELEY, INC.

THIRD: The purpose for which the Corporation is formed and the business or objects to be carried on by it are as follows:

1 - To carry on and conduct, directly or indirectly, a general construction business, including the construction of all types of structures, residential, industrial or commercial and to engage in all activities directly or indirectly helpful in effectively carrying on such general construction business.

2 - To buy, sell, hold or develop real estate for residential, industrial and commercial purposes and to mortgage, lease, improve, invest and generally deal in real estate wheresoever situated.

3 - To equip, operate, lease, rent, hire and manage real estate of every kind and description.

4.- To engage in demolition, excavating, landscaping, paving, plumbing, electrical work or fabricating of materials and supplies and generally to carry on or conduct directly or indirectly any businesses or activities which can be advantageously carried on in conjunction with or incidental to any of the matters herein mentioned.

5 - To borrow and lend money in furtherance of the business including and executing necessary documents to secure obligations of the Corporation.

FOURTH: The post office address of the principal office of the Corporation in this is 2150 Rolling Road, Hagerstown, Maryland. The name and post office address of the resident agent of the Corporation in this State is William L. Scheeley, 2150 Rolling Road, Hagerstown, Maryland. Said resident agent is a citizen of this state and actually resides therein.

FIFTH: The total amount of authorized capital stock of the Corporation is One Hundred Thousand Dollars (\$100,000.00), par value, divided

into One Thousand (1000) shares of the par value of One Hundred Dollars (\$100.00) each.

SIXTH: The number of Directors of the Corporation shall be four (4), which number may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than four; and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are Joseph N. Rowe, Alma W. Rowe, William L. Scheeley and Lucille G. Scheeley.

SEVENTH: The Board of Directors of the Corporation are hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized. The Board of Directors of the Corporation are hereby empowered to authorize the issuance from time to time shares of its capital stock for cash or for such consideration as the Board of Directors shall consider advisable and for this purpose the Board of Directors shall have the power to determine the actual value of the property, services or other consideration for which the stock is to be issued.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on this 15th day of July, 1957.

WITNESS:

Catherine M. Hess
Catherine M. Hess

Joseph N. Rowe (SEAL)
Joseph N. Rowe

Catherine M. Hess
Catherine M. Hess

Alma W. Rowe (SEAL)
Alma W. Rowe

Catherine M. Hess
Catherine M. Hess

William L. Scheeley (SEAL)
William L. Scheeley

Catherine M. Hess
Catherine M. Hess

Lucille G. Scheeley (SEAL)
Lucille G. Scheeley

STATE OF MARYLAND, COUNTY OF WASHINGTON: ss:

I HEREBY CERTIFY, that on this 15th day of July, 1957, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Washington, personally appeared Joseph N. Rowe, Alma W. Rowe, William L. Scheeley and Lucille G. Scheeley and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Notarial Seal, the day and year last above written.



Catherine M. Hess
Catherine M. Hess, Notary Public

My Commission Expires: May 4, 1959

ARTICLES OF INCORPORATION
OF
ROWE & SCHEELEY, INC.

STATE OF MD.
WASHINGTON COUN
RECEIVED FOR REC

Nov 20 10 19 AM '57

LIBER FOLIO
LAWD/C/MORRIS/C/S
L. MERLIN SWYDER
CLERK

approved and received for record by the State Tax Commission of Maryland,
July 17, 1957 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 9919

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-45, folio 226, one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the 3rd Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.



AS WITNESS my hand and seal of the said Commission at Baltimore.

Lawrence W. Ward
Secretary

Recorded November 20, 1957 at 10:19 A.M. Liber 7

CRESTWOOD ENTERPRISES, INC.

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: We, the undersigned, Jacob Kline Fawver, whose post office address is 1036 Fairview Road, Hagerstown, Maryland; Ruth Shimko Fawver, whose post office address is 1036 Fairview Road, Hagerstown, Maryland; and Vincent Edward Heyworth, whose post office address is 804 Mulberry Avenue, Hagerstown, Maryland, each being over the age of twenty-one (21) years, do hereby associate ourselves as incorporators, with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the corporation) is the Crestwood Enterprises, Inc.

THIRD: The purpose for which the Corporation is formed are as follows:

To operate golf driving ranges, miniature golf courses, snack bars and general entertainment establishments.

To own, buy, sell, mortgage, lease and develop either as principal or agent, real estate for any use and to operate and manage as principal or agent real estate of all types and do all things necessary to management, development or ownership of real property.

To purchase, hold, issue, and reissue, shares of its own capital stock or the stock, good will, rights and property, in whole or in part, of any person, firm, association or corporation.

To purchase or otherwise acquire, hold, mortgage, sell, transfer or in any manner deal with goods, wares, merchandise, securities and all other personal property, tangible and intangible, of every kind and nature.

The foregoing enumeration of the purposes and objects and business of the Corporation is made in furtherance and not in limitation of the powers conferred upon the Corporation by law, and is not intended by the mention of any particular purpose, object or business in any manner to limit or restrict the generality of any other purpose, object or business or to limit or restrict any of the powers of the Corporation.

FOURTH: The post office address of the principal office of the Corporation in Maryland is 1036 Fairview Road, Hagerstown, Washington County, Maryland. The name and post office address of the resident agent of the Corporation in this State is Jacob Kline Fawver, 1036 Fairview Road, Hagerstown, Washington County, Maryland. Said resident agent is an individual actually residing in this State.

FIFTH: The total amount of stock of all classes which the Corporation has authority to issue is One Thousand (1,000) shares, of which Five Hundred (500) shares are Class A - Common stock with par value of One Hundred Dollars (\$100.00) each, for a total of Fifty Thousand Dollars (\$50,000.00) and Five Hundred (500) shares of Class B - Common stock with par value of One Hundred Dollars (\$100.00) per share, for a total of Fifty Thousand Dollars (\$50,000.00).

The following is a description of each class of stock of the Corporation, with preferences, voting powers, restrictions, limitations, and qualifications of each class:

A. The Class A - Common Stock shall be non-voting stock but in all other respects shall have all the power, rights, and attributes usually given to common stock.

B. The Class B - Common Stock shall have all powers, rights and attributes usually given to common stock and shall have voting rights of one vote for each share held.

SIXTH: The number of directors or incorporators shall be at least three in number, and this number may be increased pursuant to the by-laws of the Corporation, and the names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are; Jacob Kline Fawver, Ruth Shinko Fawver and Vincent Edward Heyworth.

SEVENTH: The following provisions are hereby adopted for the purpose of defining and limiting and regulating the powers of the Corporation and of the directors and stockholders:

A. The board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the by-laws of the Corporation.

B. No contract or other transaction between this Corporation and any other corporation, and no acts of this Corporation shall in any way be affected or invalidated by the fact that any of the Directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of such other corporation. Any directors individually or any firm of which any director may be a member may be a party to or may be pecuniarily or otherwise interested in any contract or transaction of this Corporation, provided that the fact that he or she or such firm so interested shall be disclosed or shall have known to the Board of Directors, or a majority thereof; and any director of this Corporation who is also a director or officer of such other Corporation,

or who is so interested, may be counted in determining the existence of a quorum of any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction with like force and effect as if he were not such director or officer of such other corporation or not so interested.

EIGHTH: The Corporation reserves the right to amend, alter, or repeal any provisions contained in this Certificate of Incorporation in the manner now or hereafter prescribed by the Statutes of Maryland and all rights and powers conferred on directors and stockholders herein are granted subject to this reservation.

WE, THE UNDERSIGNED, for the purpose of forming a corporation under the laws of the State of Maryland, do make, file and record this Certificate, and do certify that the facts herein stated are true, and we have accordingly hereunto set our respective hands and seals.

Dated at Hagerstown, Maryland
July 15, 1957

Jacob Kline Fawver
.....
Ruth Shinko Fawver
.....
Vincent Edward Heyworth
.....

State of Maryland
County of Washington

BE IT REMEMBERED, that on this ^{15th} day of July, 1957, personally appeared before me *Robert E. Harve*....., a Notary Public, State of Maryland, Jacob Kline Fawver, Ruth Shinko Fawver and Vincent Edward Heyworth, parties to the foregoing Certificate of Incorporation, known to me personally to be such, and I having first made known to them and each of them the contents of said Certificate, they did each severally acknowledge that they signed, sealed and delivered the same as their voluntary act and deed, and each deposed that the facts therein stated were truly set forth.

GIVEN under my hand and seal of office the day and year aforesaid.

Robert E. Harve
.....
Notary Public

ARTICLES OF INCORPORATION
OF
CRESTWOOD ENTERPRISES, INC.

STATE OF WASHINGTON RECEIVED
Nov 20 1957
LIBER LAW OFFICE
C. MERLIN

approved and received for record by the State Tax Commission of Maryland,
July 16, 1957 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 9898

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-45, folio 111, one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$20.00 Recording fee paid \$10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.

[Signature]
Secretary

Recorded November 20, 1957 at 10:10 A.M. Liber 7

MURRAY PRODUCTS CO., INCORPORATED

Stock Issuance Statement.

This is to certify:

FIRST: That the Board of Directors of the Murray Products Co., Inc., a Maryland corporation (herein after called the Corporation) having its principal office in Hagerstown, Maryland, at a meeting duly convened and held on the 15th day of July 1957, by resolution

(a) duly authorized the issuance of Forty Eight Hundred two (4,802) fully paid and no assessable shares of the par value of ten (\$10.00) Dollars of the Common Stock of the Corporation for the following considerations:

- 1. being all the assets purchased from the proprietorship formerly operated by and being known as the Murray Products Co.,
2. for services preformed in connection with the organization of the Corporation and the preparation of keeping of its books and records.

SECOND:

(a) The actual value of the consideration to be received by the corporation, as determined by the Board of Directors, is at least equal to the par value of the shares to be issued, and

(b) the Board of Directors were empowered so to do by the charter of the corporation.

IN WITNESS WHEREOF, the Murray Products Co., Inc. has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereto affixed and attested by its Secretary this 15th day of July 1957.

TEST:

Murray Products Co., Inc. By Theodore R. Murray Jr. President

Mary Lucille Murray Secretary

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 15th day of July A.D. 1957, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared Theodore R. Murray Jr, President of the Murray Products Co., Inc., and in the name and on the behalf of said corporation acknowledged the foregoing statement to be the corporation act and at the same time personally appeared Mary Lucille Murray, and made oath in due form of law that she was the Secretary of the meeting of the Board of Directors of the Corporation at which the issuance of the stock therein mentioned was authorized, and that the matters and facts set forth in said statement are true to the best of his knowledge, information and belief.

WITNESS my hand and Official Notarial Seal

Margaret A. Green Notary Public My Commission Expires: 5/4/1959



STOCK ISSUANCE STATEMENT
OF
MURRAY PRODUCTS COMPANY, INC. INCORPORATED

STATE OF WASHINGTON RECEIVED JULY 20 11 57 AM '57
LIBER LAND/C/M G. MERLIN S

approved and received for record by the State Tax Commission of Maryland,
July 16, 1957 at 11:57 o'clock A. M. as in conformity
with law and ordered recorded.

A 9905

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-45, folio 147, one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$..... Recording fee paid \$10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.



AS WITNESS my hand and seal of the said Commission at Baltimore.

[Handwritten Signature]
Secretary

H. L. MILLS, INCORPORATED

STOCK ISSUANCE STATEMENT

Recorded November 20, 1957 at 10:20 A.M. Liber 7
THIS IS TO CERTIFY:

FIRST: That the board of Directors of H. L. Mills, Incorporated, a Maryland Corporation, having its principal office on Northern Avenue in Hagerstown, Washington County, Maryland, at a meeting duly convened and held on July 10, 1957, adopted the following Resolution:

RESOLVED: That pursuant to the power granted by the Charter of this Corporation to its Board of Directors, the issuance to Herman L. Mills of 1920 fully paid and non-assessable shares of the common capital stock of the Corporation of a total par value of \$192,000.00 be and the same is hereby authorized and directed for the following consideration: Transfer to this Corporation by the said Herman L. Mills by such deeds, bills of sale and other instruments as may be legally necessary and proper of all that parcel of land, together with the improvements thereon, situate in the City of Hagerstown, Washington County, Maryland, bounded on the West by Summit Avenue, on the South by West Baltimore Street, and included within the following courses and distances, to wit: Beginning at the intersection of the East marginal line of Summit Avenue and the North marginal line of West Baltimore Street and running thence with the said North marginal line of West Baltimore Street South 57 degrees 20 minutes East 27.7 feet, thence South 71 degrees 30 minutes East 203.6 feet to a post, thence leaving West Baltimore Street and running North 3 degrees 0 minutes East 186.5 feet to a post, thence North 57 degrees 0 minutes West 129.3 feet to the aforesaid East marginal line of Summit Avenue, thence with said East marginal line South 33 degrees 0 minutes West 214.0 feet to the place of beginning, being the same parcel of land which was conveyed to Herman L. Mills by Charles W. Hoffman and others by deed dated January 5, 1950, and recorded in Liber 254, folio 690, one of the

Land Records of Washington County, said improvements consisting of the building known as H. L. Mills Baltimore Street Super Market, and together with all the equipment, fixtures, appliances, appurtenances and attachments thereto and thereon now being used and operated for super market purposes thereon or in connection therewith, and

That in the opinion of the Board of Directors, the present actual fair market value of said consideration is not less than

\$192,000.00.

SECOND: That the value of said consideration, as so determined, is at least equal to the par value of the shares to be issued, the Board of Directors is empowered by the Charter to authorize the issuance of such shares, and no approval by the holders of issued and outstanding stock is required by law or the by-laws of the Corporation.

IN WITNESS WHEREOF, H. L. Mills, Incorporated, has caused these presents to be signed in its name and on its behalf by its President, and its Corporate Seal to be hereto affixed duly attested by its Secretary this 15th day of July, A.D., 1957.



H. L. MILLS, INCORPORATED

By H. L. Mills
President

Attest to Corp. Seal:

Courtney M. Mills
Secretary

STATE OF MARYLAND, COUNTY OF WASHINGTON, To-Wit:-

I HEREBY CERTIFY, That on this 15th day of July, A.D., 1957, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Washington, personally appeared H. L. Mills, President of H. L. Mills, Incorporated, a Maryland Corporation, and in the name of and on behalf of the Corporation acknowledged the foregoing statement to be the corporate act of the Corporation, and at the same time also personally appeared Courtney M. Mills and made oath in due form of law that he was Secretary of the meeting of the Board of Directors of the Corporation at which the issuance of the stock therein mentioned was authorized, and that the matters and facts set forth in said statement are true to the best of his knowledge, information and belief.

WITNESS my hand and Notarial Seal the day and year last above written.



Opal M. Musselman

Notary Public

My Commission Expires:

May 4, 1959

STOCK ISSUANCE STATEMENT
OF
H. L. MILLS, INCORPORATED

STATE OF MARYLAND
CITY OF WASHINGTON
RECEIVED FOR RECORD
NOV 20 10 11 57
LIBER CLERK
DAVID C. GANGE
G. MERLIN SN

approved and received for record by the State Tax Commission of Maryland,
July 26, 1957 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 10002

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-46, folio 171, one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$ Recording fee paid \$ 10.00

To the clerk of the Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.

[Signature]
Secretary

Recorded November 20, 1957 at 10:20 A.M. Liber 7
Ritchie Finance Corporation
of Hagerstown
Articles of Reduction

The Ritchie Finance Corporation of Hagerstown, a Maryland corporation having its principal office in Hagerstown, Maryland, (hereinafter called the Corporation), hereby certifies to the State Tax Commission of Maryland, that:

FIRST: The stated capital of the Corporation is hereby reduced from Thirty-five Thousand Dollars (\$35,000.00) to Twenty-one Thousand Dollars (\$21,000.00).

SECOND: (a) The amount of stated capital of the Corporation prior to the reduction is Thirty-five Thousand Dollars (\$35,000.00) in amount represented by One Thousand Seven Hundred Fifty (1,750) shares without par value of Common Stock.

(b) The amount of the reduction of the stated capital of the Corporation hereby made is Fourteen Thousand Dollars (\$14,000.00), all of which represents a reduction in the stated capital of the Common Stock.

(c) The method of effecting such reduction is by retiring Seven Hundred (700) shares of the Common Stock held by the Corporation.

(d) The amount of stated capital of the Corporation as hereby reduced is Twenty-one Thousand Dollars (\$21,000.00) in amount represented by One Thousand Fifty (1,050) shares without par value of Common Stock.

THIRD: The Board of Directors of the Corporation, at a meeting duly convened and held on July 5, 1957, duly authorized the reduction in the stated capital of the Corporation hereinabove set forth.

IN WITNESS WHEREOF, the Ritchie Finance Corporation of Hagerstown has caused these presents to be signed in its name

431

7

RECEIVED FOR RECORD
 November 29, 1957
 At 12:20 o'clock
 and Same Day Recorded in
 Liber No. 7 Folio 431
 one of the CORPORATE Records of
 Washington County, Maryland
 and examined per
 K. Melvin Hughes Clerk

ARTICLES OF REDUCTION
 OF
 RITCHIE FINANCE CORPORATION OF HAGERSTOWN

approved and received for record by the State Tax Commission of Maryland,
 July 8, 1957 at 2:25 o'clock P.M. as in conformity
 with law and ordered recorded.

A 9805

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-44, folio 201, one of the Charter Records of the State Tax
 Commission of Maryland.

Bonus tax paid \$..... Recording fee paid \$ 10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
 has been received, approved and recorded by the State Tax Commission of Maryland.



AS WITNESS my hand and seal of the said Commission at Baltimore.

[Signature]
 Secretary

Recorded December 13, 1957 at 12:22 P.M. Liber 7

ROLLINS BROADCASTING OF VIRGINIA, INC.

ARTICLES OF DISSOLUTION

ROLLINS BROADCASTING OF VIRGINIA, INC., a Maryland corporation having its principal office in Washington County, Maryland (hereinafter called the Corporation), hereby certifies to the State Tax Commission of Maryland, that:

FIRST: The Corporation is hereby dissolved.

SECOND: The name of the Corporation is as hereinabove set forth, and the post office address of the principal office of the Corporation in the State of Maryland is 1404 Paula Drive, Silver Spring, Washington County, Maryland.

THIRD: The name and post office address of the resident agent of the Corporation in the State of Maryland, service of process upon whom shall bind the Corporation in any action, suit or proceeding pending or hereafter instituted or filed against the Corporation for one year after dissolution and thereafter until the affairs of the Corporation are wound up, are Merton I. Berman, 1404 Paula Drive, Silver Spring, Washington County, Maryland. Said resident agent is an individual actually residing in this State.

FOURTH: The name and post office address of each of the directors of the Corporation are as follows:

<u>NAME</u>	<u>Post Office Address</u>
O. Wayne Rollins	414 French Street, Wilmington, Del.
John W. Rollins	Lewes, Delaware
Katherine E. Rollins	Lewes, Delaware

FIFTH: The name, title and post office address of each of the officers of the Corporation are as follows:

<u>Name</u>	<u>Title</u>	<u>Post Office Address</u>
O. Wayne Rollins	President	414 French Street, Wilmington, Del.
John W. Rollins	Vice President	Lewes, Delaware
Katharine E. Rollins	Treasurer	Lewes, Delaware
Madalyn Copley	Secretary	414 French Street, Wilmington, Del.

SIXTH: A majority of the entire board of directors, at a

meeting of the board of directors of the Corporation duly convened and held on the Thirtieth day of September, 1956, adopted a resolution declaring that dissolution of the Corporation is advisable and directing the secretary to obtain from all of the stockholders of the Corporation their consent in writing to the dissolution of the Corporation.

SEVENTH: A consent in writing to the dissolution of the Corporation was signed by all the stockholders of the Corporation, such consent is filed with the records of the Corporation, and the dissolution of the Corporation has been duly advised by the board of directors and authorized by the stockholders of the Corporation in the manner and by the vote required by Article 23 of the Annotated Code of Maryland (L. 1951, ch. 135).

EIGHTH: The Corporation has no known creditors.

NINTH: These Articles of Dissolution are accompanied by certificates of the Comptroller of the Treasury of the State of Maryland and of the following collectors of taxes (being all collectors of taxes in the list thereof heretofore supplied to the Corporation by the State Tax Commission of Maryland) stating in effect that all taxes levied on assessments made by the said Commission and billed by and payable to such collecting authorities by the Corporation have been paid, except taxes barred by Section 160 of Article 81 or otherwise, including taxes billed for the year in which the dissolution of the Corporation is to be effected, namely:

None

IN WITNESS WHEREOF, ROLLINS BROADCASTING OF VIRGINIA, INC. has caused these presents to be signed in its name and on its behalf by its President or one of its Vice-Presidents and its corporate seal to be hereunto affixed and attested by its Secretary or one of its Assistant Secretaries, on the 29 day of August, 1957.

ROLLINS BROADCASTING OF VIRGINIA, INC.

By D. Wayne Rollins
President

Attest:

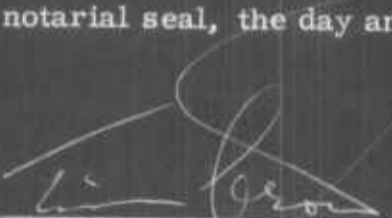
Madalyn Copley
Secretary



STATE OF DELAWARE)
) SS.
COUNTY OF NEW CASTLE)

I HEREBY CERTIFY that on *Aug. 29*, 1957,
before me, the subscriber, a notary public of the State of Delaware in
and for the County of New Castle, personally appeared *O. Wayne Rollins*
,
President of ROLLINS BROADCASTING OF
VIRGINIA, INC., a Maryland corporation, and in the name and on
behalf of said corporation acknowledged the foregoing Articles of Dis-
solution to be the corporate act of said corporation; and at the same time
personally appeared *Madalyn Copley* and made
oath in due form of law that she was secretary of the meeting of the
board of directors of said corporation at which the dissolution of the
corporation therein set forth was authorized, and that the matters and
facts set forth in said Articles of Dissolution are true to the best of
her knowledge, information and belief.

WITNESS my hand and notarial seal, the day and year
last above written.



Notary Public

-4-



Office of Comptroller
Treasury Department
Annapolis, Maryland

A. Richard Turner
Comptroller
Joseph O.C. McCusker
Chief Deputy

THIS IS TO CERTIFY, That the books of the
State Comptroller's Office show that all taxes and
charges due the State of Maryland, payable through
the said office as of the date hereof by

have been paid.

WITNESS my hand and official seal this
twenty-second day of August A. D. 1957.



Millard James
Comptroller

ARTICLES OF DISSOLUTION

OF

ROLLINS BROADCASTING OF VIRGINIA, INC.

STATE OF MD.
WASHINGTON
RECEIVED FO

DEC 13 12

LIBER
LAND COURT
G. MELIN SR

approved and received for record by the State Tax Commission of Maryland,

August 30, 1957

at 9:00 o'clock A. M. as in conformity

with law and ordered recorded.

A 10354

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-50, folio 219, one of the Charter Records of the State Tax
Commission of Maryland.

Special
Fee

~~Books~~ paid \$ 10.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.

Robert W. Ward
Secretary

THE STATE TAX COMMISSION OF MARYLAND

hereby gives notice that ARTICLES OF DISSOLUTION of the
ROLLING BROADCASTING OF VIRGINIA, INC.....

were received for record on ...August 30, 1957....., 19.....,
 in accordance with the provisions of Sec. 72 of Art. 23 of the
 Code (1951 Edition).

.....OWEN E. HITCHINS.....

.....JOHN WOOD LOGAN.....
 Commissioners.

Recorded December 13, 1957 at 12:22 P.M. Liber 7

KENNETH E. DUDLEY COMPANY, INC.

ARTICLES OF INCORPORATION

FIRST: We, the undersigned, William B. Snyder, whose
 post office address is Shepherdstown, West Virginia ,
 Frederica A. Garver, whose post office address is 112 North
 Potomac Street, Hagerstown, Md, and Henry W. Morrow, whose post
 office address is Shepherdstown, West Virginia , each being
 at least twenty-one years of age, do hereby associate ourselves
 as incorporators with the intention of forming a corporation
 under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is herein-
 after called the Corporation) is

KENNETH E. DUDLEY COMPANY, INC.

THIRD: The purposes for which the Corporation is
 formed are as follows:

A. To carry on the business of printers and litho-
 graphers, stereotypers, electrotypers, photographic printers,
 photolithographers, engravers, die-sinkers, blank book manu-
 facturers, book binders, and stationers, and the printing of
 books, pamphlets, periodicals, newspapers, posters, circulars,
 envelopes, bill and letterheads, cards, tags, labels, commercial,
 financial, and law blanks and forms of every description, rail-
 road and other tickets, and any and all kinds of documents,
 instruments, and other printed matter.

B. To manufacture, purchase or otherwise acquire, hold,
 mortgage, pledge, sell, transfer, or in any manner encumber or
 dispose of goods, wares, merchandise, implements, and other per-
 sonal property or equipment of every kind.

C. To purchase, lease or otherwise acquire, hold,
 develop, improve, mortgage, sell, exchange, let, or in any manner
 encumber or dispose of real property wherever situated.

D. The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the General Laws of this State.

FOURTH: The post office address of the principal office of the Corporation in this State is 112 North Potomac Street, Hagerstown, Maryland. The name and post office address of the resident agent in this State are Frederica A. Garver, 112 North Potomac Street, Hagerstown, Maryland. Said resident agent is an individual actually residing in this State.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is fifty thousand (50,000) shares of the par value of One (\$1.00) Dollar per share, all of one class and having an aggregate par value of Fifty Thousand (\$50,000.00) Dollars.

SIXTH: The number of directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the By-laws of the Corporation, but shall never be less than three (3). The names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are : William B. Snyder, Frederica A. Garver and Henry W. Morrow.

SEVENTH: The following provisions are hereby adopted

for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

(1) The board of directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on the 29th day of August, 1957.

WITNESS:

Betty Baker
Betty Baker
Betty Baker

William B. Snyder (SEAL)
William B. Snyder

Frederica A. Garver (SEAL)
Frederica A. Garver

Henry W. Morrow (SEAL)
Henry W. Morrow

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this 29th day of August A.D., 1957, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared William B. Snyder, Frederica A. Garver and Henry W. Morrow and severally acknowledged the foregoing Articles of Incorporation to be their

act.
WITNESS my hand and Official Notarial Seal.

Betty Baker
Notary Public

Comm. Exp. May 4, 1959



ARTICLES OF INCORPORATION
OF
KENNETH E. DUILLEY COMPANY, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

DEC 13 12 22 PM '57

LIBER 10010
LADY C. WARD, CLERK
C. HELEN SWYER
CLERK

approved and received for record by the State Tax Commission of Maryland,
August 30, 1957 at 9:00 o'clock A.M. as in conformity
with law and ordered recorded.

A 10386

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-50, folio 477, one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.

Lady C. Ward
Secretary

Recorded December 13, 1957 at 12:22 P.M. Liber 7
ARTICLES OF INCORPORATION

DONEGAN WELDING and MACHINE CO., INC.

FIRST: We, the undersigned, Thomas E. Donegan, whose post office address is Route 2, Williamsport, Md., Charles P. Donegan, whose post office address is 823 W. Franklin St., Hagerstown, Md., and Michael E. Donegan, whose post office address is 45 East Ave., Hagerstown, Md., each being at least twenty-one years of age, do hereby associate ourselves as incorporators with the intention of forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is

DONEGAN WELDING and MACHINE CO., INC.

THIRD: The purpose for which the Corporation is formed and the business or objects to be carried on by it are as follows:

1. To acquire by purchase, lease, or otherwise, to equip, maintain, and operate a general machine shop and foundry; to do repairing, welding, brazing, soldering, polishing, moulding, casting, pattern making, blacksmithing, lacquering, enameling, metal stamping and cutting, and electrical work.
2. To buy and sell, export, import, lease, exchange, and generally deal in machinery and equipment of all kinds and descriptions and to act as agent for others for all or any of said purposes.
3. To engage in the business of purchasing, selling, distributing, and otherwise dealing in industrial tools and supplies, and other related products.
4. To engage in the manufacturing and erecting of mechanical and electrical industrial doors of all types.
5. To engage in the business of construction and rigging requiring the use of mechanical equipment including cranes and rigging devices.
6. To design, construct, and fabricate metal windows, frames, and sashes, and to carry on all other businesses incident thereto or connected therewith.
7. To equip, operate, lease, rent, hire and manage real estate of every kind and description.
8. To engage in demolition, excavating, landscaping, paving, plumbing, electrical work or fabricating of materials and supplies, and generally to carry on or conduct directly or indirectly any businesses or activities which can be advantageously carried on in conjunction with or incidental to any of the matters herein mentioned.

9. To borrow and lend money in furtherance of the business including and executing necessary documents to secure obligations of the Corporation.

FOURTH: The post office address of the principal office of the Corporation in this State is 823 W. Franklin St., Hagerstown, Md. The name and post office address of the resident agent of the Corporation in this State is Charles P. Donegan, 823 W. Franklin St., Hagerstown, Md. Said resident agent is a citizen of this state and actually resides therein.

FIFTH: The total amount of authorized capital stock of the Corporation is One Hundred Thousand Dollars (\$100,000.00), par value, divided into One Thousand (1000) shares of the par value of One Hundred Dollars (\$100.00) each.

SIXTH: The number of Directors of the Corporation shall be three (3), which number may be increased pursuant to the By-Laws of the Corporation, but shall never be less than three; and the names of the Directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are Thomas E. Donegan, Charles P. Donegan and Michael E. Donegan.

SEVENTH: The Board of Directors of the Corporation are hereby empowered to authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class or classes, whether now or hereafter authorized. The Board of Directors of the Corporation are hereby empowered to authorize the issuance from time to time shares of its capital stock for cash or for such consideration as the Board of Directors shall consider advisable, and for this purpose the Board of Directors shall have the power to determine the actual value of the property, services or other consideration for which the stock is to be issued.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on this

26th day of July, 1957.

WITNESS:

Catherine M. Hess
Catherine M. Hess

Catherine M. Hess
Catherine M. Hess

John A. Latimer, Jr.
John A. Latimer, Jr.

Thomas E. Donegan (SEAL)
Thomas E. Donegan

Charles P. Donegan (SEAL)
Charles P. Donegan

Michael E. Donegan (SEAL)
Michael E. Donegan

STATE OF MARYLAND, COUNTY OF WASHINGTON, ss:

I HEREBY CERTIFY, that on this 26 day of July, 1957, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Washington, personally appeared Thomas E. Donegan, Charles P. Donegan and Michael E. Donegan and severally acknowledged the

abovegoing Articles of Incorporation to be their act.

WITNESS my hand and Notarial Seal, the day and year last above written.



Catherine M. Hess
Catherine M. Hess, Notary Public

My Commission Expires: May 4, 1959

444

ARTICLES OF INCORPORATION
OF

DONEGAN WELDING and MACHINE CO., INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

Dec 13 12 22 PM '57

LIBER FOLIO
LADY GARDNER SALES
G. MERLIN SWYDER
CLERK

approved and received for record by the State Tax Commission of Maryland,
August 9, 1957 at 9:00 o'clock A.M. as in conformity
with law and ordered recorded.

A 10167

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-48, folio 248, one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.

Robert W. [Signature]
Secretary

CERTIFICATE OF INCORPORATION
ARTICLES
OF

FAITH TEMPLE CHURCH OF CEARFOSS, MARYLAND

WHEREAS, On the 2nd day of August, A.D., 1957, the members of the Faith Temple Church of Cearfoss, Maryland, in Washington County, at a meeting duly warned for the purpose, and by a vote of the majority of the members of said Church more than twenty-one years of age, it was unanimously decided by the persons there assembled to avail themselves of the advantages of incorporation provided by the laws of the State of Maryland, and to that end the following plan, agreement or regulations were unanimously adopted:

1st. That the name of the Corporation (which is hereinafter called the "Congregation") shall be "Faith Temple Church of Cearfoss, Maryland".

2nd. That the estate, property, interest and inheritance of said Congregation shall be managed by four trustees, all of whom shall be above 21 years of age, of good character, and members of said Congregation, and that the minister for the time being or senior minister, if there be more than one minister, for said Congregation shall always by virtue of his said office be a member of said body politic or Corporation in addition to the aforesaid four trustees; that said trustees shall be elected annually on the first Monday in January of each year and shall hold office for a period of one year or until their successors are duly chosen and elected, and said trustees shall be more than 21 years of age, of good character, and shall be active in the affairs of said Congregation; in the event of the death, resignation or refusal to act of any trustee duly elected, then the majority of the remaining trustees shall duly select another trustee to take the place of said trustee so dying, resigning or failing to act, who shall fill the unexpired term thereof; said minister shall constitute and be the president of said trustees and of said Congregation; that Alvin C. Kriner, Wilson E. Thomas, Harvey E. Rice, and Paul J. Myers, are and were duly elected trustees to hold office until the first meeting in January of 1958 or until their successors are duly chosen; that said trustees

be and they are hereby authorized and required to keep and maintain a roster or list of the members of said Congregation and to strike from said roster or list the names of all persons resigning therefrom or who die while a member thereof or whose attendance and participation in the affairs of said Congregation is so infrequent as to make it, in the judgment of said trustees, advisable to no longer consider said person as a member thereof; said trustees shall manage all of the affairs and property of said Congregation as in their judgment they deem most advisable so as to promote the best interests and welfare of said Congregation, subject to the provision of the applicable laws of the State of Maryland and to the provisions hereof.

3rd. There shall also be elected at a meeting on the first Monday in January of each year by the members of said Congregation a Secretary and Treasurer.

4th. That all members of said Congregation whose names appear in the aforesaid roster or list or should appear therein, and who are at least 21 years of age and in attendance at said meetings, shall be entitled to vote thereat; that the majority of all said members present at any meeting and entitled to vote shall determine all matters which are submitted to vote at said meetings, except the employment and/or discharge of the minister to said Congregation shall be by a vote of at least two-thirds of the members present and entitled to vote.

5th. That there shall be an annual meeting of all members of said Congregation on the first Monday of January of each year, but said meeting may be adjourned by those present thereat to some other date for any cause whatsoever, and all elections at such adjourned meeting shall be valid to all intents and purposes as though said meeting was held on the day herein specified.

6th. All funds belonging to said Congregation shall be deposited in the name of said Congregation in such bank or banks as the majority of said Trustees may from time to time deem advisable and shall be subject to withdrawal on checks signed by the minister of said Church and the Treasurer thereof.

7th. That should this Congregation be dissolved pursuant to the laws of the State of Maryland, then all assets of said Congregation shall be converted into cash by said Trustees or such other person or persons as shall be duly authorized so to do, and after the payment of all debts of said Congregation,

then any balance remaining shall be distributed and paid to all 447 members of said Congregation whose names appear or should appear on the aforesaid roster or list and who are 21 years of age or more.

8th. That the trustees herein named shall acknowledge this plan, agreement or regulation and shall file and record the same pursuant to the provisions of the applicable laws of the State of Maryland.

IN WITNESS WHEREOF, The undersigned trustees have hereunto set their hands and seals this 2 day of August, A.D., 1957.

Witness to all signatures:

ROJ [Signature]

Alvin C. Kriner (SEAL)
Alvin C. Kriner

Wilson E. Thomas (SEAL)
Wilson E. Thomas

Harvey E. Rice (SEAL)
Harvey E. Rice

Paul J. Myers (SEAL)
Paul J. Myers

447

STATE OF MARYLAND, WASHINGTON COUNTY, To-Wit:-

I HEREBY CERTIFY, That on this 2 day of August, A.D., 1957, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Alvin C. Kriner, Wilson E. Thomas, Harvey E. Rice, and Paul J. Myers, Trustees named in the above and foregoing Articles of Incorporation, and who did each acknowledge that the hereinbefore mentioned meeting took place as stated, and that the plan, agreement and regulations set out in the foregoing Articles were adopted and accepted, and that the whole plan, agreement and regulation is the act of the members hereinbefore mentioned and of these Trustees.

WITNESS my hand and official Notarial Seal.

ROJ [Signature]
Notary Public

My Commission Expires:

May 4, 1959



ARTICLES OF INCORPORATION
OF

FAITH TEMPLE CHURCH OF GEARFOSS, MARYLAND

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

Dec 13 12 22 PM '57

LIBER FOLIO
LMDI/CANON/HS/C/SALE
G. MERLIN SNYDER
CLERK

approved and received for record by the State Tax Commission of Maryland,
August 28, 1957 at 9:00 o'clock A.M. as in conformity
with law and ordered recorded.

A 10349

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-50, folio 194, one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$..... Recording fee paid \$ 10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.

[Signature]
Secretary

Recorded December 16, 1957 at 12:45 P.M. Liber 7

CERTIFICATE OF MERGER

I, the undersigned, William H. Kirkwood, Jr., Bank Commissioner of Maryland, do hereby certify that the Randallstown Bank, Randallstown, Baltimore County, Maryland, has been duly merged into the Maryland Trust Company, Baltimore, Maryland, the resulting institution, and I do further certify that the name of the resulting bank is Maryland Trust Company, with the principal office situated at Calvert and Redwood Streets, Baltimore, Maryland; and that the said merger shall be and become effective as of December 6, 1957, at 2:00 P.M., Eastern Standard Time.

WITNESS my hand and official seal, the 3rd day of December, 1957.

(SEAL)

William H. Kirkwood, Jr.,
Bank Commissioner of Maryland.

I hereby certify that the foregoing is a true copy of the Certificate of Merger therein referred to, filed in the office of the Bank Commissioner of Maryland.

December 12, 1957



JOHN D. HOSPELHORN.

Recorded January 20, 1958 at 9:13 A.M. Liber 7

ARTICLES OF AMENDMENT

THE CHURCH OF GOD OF HAGERSTOWN, MARYLAND

This is to Certify:

First: That the board of directors of The Church of God of Hagerstown, Maryland, a Maryland Corporation, having its principal office in Hagerstown, Maryland, at a meeting duly called and held on the 10th day of March, A.D., 1957, upon motion duly made, seconded, and carried, adopted the following resolution:

Resolved (1) That it is advisable to amend the charter of the corporation by striking out Article No. 1 of the certificate of incorporation and inserting in lieu the following: "Article No. 1, the name, style, and title of the corporation shall be THE CHURCH OF GOD (UNIVERSAL) INC."

(2) That a meeting of the members of the corporation to take action upon the adoption of the amendment advised as aforesaid, be and the same is hereby called to convene at the principal office of the corporation in Hagerstown, Maryland, the 10th day of April, A.D., 1957, 7:30 P.M.

Second: That the meeting of the members of the corporation, called by the board of directors of the corporation as aforesaid and duly warned in the manner provided in section 11 of Article No. 23, was held on the 10th day of April, 1957, and at said meeting the members by the two thirds affirmative vote duly adopted the amendment to the articles of incorporation, advised by the board of directors as aforesaid.

In witness whereof, The Church of God of Hagerstown, Maryland has caused these presents to be signed in its name by its president and its corporate seal hereto affixed and attested by its secretary on this 21st day of June, A.D., 1957.



The Church of God of Hagerstown, Maryland

By Allen O. Craig
President

Attest:

Pearl I. Masser
Secretary

Test Gene R. Burns

STATE OF MARYLAND, WASHINGTON COUNTY, TO-WIT:

This is to certify, that on this 24th day of June, A.D., 1957, before me the subscriber, a notary public of the State of Maryland, in and for Washington County, personally appeared Allen O. Craig, president of The Church of God of Hagerstown, Maryland, a Maryland corporation, and acknowledged the foregoing articles of amendment to be the corporate act of said corporation, and at the same time personally appeared Pearl I. Masser, and made oath in due form of law that she was secretary of the meeting of members of the corporation at which the amendment of the charter of the corporation set forth in said articles of amendment was adopted, and that the matters and facts set forth in said articles of amendment are true.

Witness my hand and notarial seal, the day and year first above written.

Gene R. Burns
Notary Public

My Commission expires
May 4, 1959

MARTIN V. B. BOSTETTER
ATTORNEY AT LAW
HAGERSTOWN, MD.



ARTICLES OF AMENDMENT

OF

THE CHURCH OF GOD OF HAGERSTOWN, MARYLAND
changing its name to
THE CHURCH OF GOD (UNIVERSAL) INC.

STATE OF WASHINGTON RECEIVED
JUL 20 9 13 AM '58
The Department of State
S. J. LEIN Bryan

approved and received for record by the State Tax Commission of Maryland,
September 25, 1957 at 11:15 o'clock A. M. as in conformity
with law and ordered recorded.

A 10685

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-54, folio 122, one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$..... Recording fee paid \$.....10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.



AS WITNESS my hand and seal of the said Commission at Baltimore.

[Signature]
Secretary

ARTICLES OF AMENDMENT

Recorded January 20, 1958 at 9:13 A.M. Liber 7

The Hagerstown Housing Corporation, a Maryland corporation, having its principal office in Hagerstown, Washington County, Maryland, (hereinafter called the Corporation) hereby certifies to the State Tax Commission of Maryland, that:

FIRST. The Charter of the Corporation is hereby amended by striking out the first paragraph of Paragraph 6 of the Certificate of Incorporation and inserting in lieu thereof the following:

6. The total amount of the authorized capital stock of the Corporation is two hundred fifty (250) shares of preferred stock with a par value of One Hundred (\$100.00) Dollars per share, and twelve hundred fifty (1250) shares of common stock with a par value of One Hundred (\$100.00) Dollars per share.

SECOND. The Board of Directors and stockholders of the Corporation, at a meeting duly convened and held on September 16, 1957, at which meeting all of the common capital stock of the Corporation issued and outstanding was represented (no preferred stock being outstanding), unanimously approved and adopted a resolution in which was set forth the foregoing amendment to the Charter, declaring that the said amendment of the Charter was advisable.

IN WITNESS WHEREOF, The Hagerstown Housing Corporation has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed and attested by its Secretary on the *17th* day of September, 1957.

ATTEST TO CORPORATE SEAL:

Sarah Cohen
Secretary
Sarah Cohen

THE HAGERSTOWN HOUSING CORPORATION

BY *James R. Cohen*
President
James R. Cohen

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, that on this *17th* day of September, 1957, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared James R. Cohen, President of The Hagerstown Housing Corporation, a Maryland corporation, and in the name and on behalf of said Corporation acknowledged the foregoing Articles of Amendment to be the corporate act of said Corporation; and at the same time personally appeared Sarah Cohen and made oath in due

form of law that she was the Secretary of the meeting of the Board of Directors and stockholders of said Corporation at which the amendment of the Charter of the Corporation therein set forth was approved and that the matters and facts set forth in said Articles of Amendment are true to the best of her knowledge, information and belief.

WITNESS my hand and Notarial Seal.

June M. Martin
Notary Public



My commission expires: May 4, 1959

ARTICLES OF AMENDMENT

OF

THE HAGERSTOWN HOUSING CORPORATION

DEPT. OF REVENUE
RECORDS & ADMINISTRATION
9 13 AM '58
WASHINGTON COUNTY
M.D.
RECORDED FOR RECORD

approved and received for record by the State Tax Commission of Maryland,
September 19, 1957 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 10579

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-53, folio 101, one of the Charter Records of the State Tax Commission of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.

[Signature]
Secretary

Recorded Jan. 20, 1958 at 9:14 A. M. Liber 7

ARTICLES OF INCORPORATION
OF
CONOCOCHIEAGUE TRIBE NO. 84
IMPROVED ORDER OF RED MEN INC.

THIS IS TO CERTIFY:

FIRST: THAT WE, THE SUBSCRIBERS, GEORGE S. MCKILLAN WHOSE POSTOFFICE ADDRESS IS ROUTE 1, WILLIAMSPORT, MARYLAND; RAYMOND M. MUMMERT, WHOSE POSTOFFICE ADDRESS IS 30 SOUTH CONOCOCHIEAGUE STREET, WILLIAMSPORT, MARYLAND; AND ROBERT K. BOWERS, WHOSE POSTOFFICE ADDRESS IS 831 WEST WASHINGTON STREET, HAGERSTOWN, MARYLAND; ALL BEING OF FULL LEGAL AGE, DO UNDER AND BY VIRTUE OF THE PUBLIC GENERAL LAWS OF THE STATE OF MARYLAND AUTHORIZING THE FORMATION OF CORPORATIONS, ASSOCIATE OURSELVES TOGETHER WITH THE INTENTION OF FORMING A CORPORATION.

SECOND: THE NAME OF THE CORPORATION (WHICH IS HEREINAFTER CALLED THE "CORPORATION" IS

CONOCOCHIEAGUE TRIBE No. 84
IMPROVED ORDER OF RED MEN INC.

THIRD: THE PURPOSES FOR WHICH THIS CORPORATION IS FORMED AND THE OBJECTS TO BE CARRIED ON AND PROMOTED BY IT ARE AS FOLLOWS:

TO PERPETUATE THE PRINCIPLES OF FREE GOVERNMENT; INSTILL INTO THE HEARTS OF OUR MEMBERS A HIGHER LOVE AND NOBLER VENERATION FOR THE FLAG OF OUR COUNTRY; CULTIVATE A SPIRIT OF FRATERNAL AND BROTHERLY LOVE; CARE FOR THE SICK MEMBERS AND PROVIDE FOR THE WIDOWS AND ORPHANS OF OUR DECEASED MEMBERS; AND TO DO ALL THINGS IN CONNECTION WITH ACCOMPLISHING AND CARRYING OUT SAID OBJECTS AND PURPOSES; IN ORDER TO EFFECTUATE THE AFOREGOING PURPOSES THE CORPORATION SHALL HAVE POWER AND AUTHORITY TO ACQUIRE REAL ESTATE AND PERSONAL PROPERTY BY PURCHASE, GIFT, DEVISE, OR OTHERWISE AND SHALL HAVE POWER AND AUTHORITY TO ERECT STRUCTURES AND BUILDINGS UPON ANY SUCH REAL ESTATE WHEN ACQUIRED AND TO EQUIP, FURNISH, MAINTAIN, AND KEEP THE SAME IN PROPER REPAIR AND OPERATION; WITH FULL POWER AND AUTHORITY TO LEASE, MORTGAGE, SELL AND CONVEY ANY PROPERTY, REAL OR PERSONAL, ACQUIRED AND OWNED BY THE CORPORATION.

FOURTH: THE POSTOFFICE ADDRESS OF THE PLACE AT WHICH THE PRINCIPAL OFFICE OF THE CORPORATION IN THE STATE OF MARYLAND WILL BE LOCATED IS 121 NORTH CONOCOCHIEGUE STREET, WILLIAMSPORT, MARYLAND. THE RESIDENT AGENT OF THE CORPORATION IS HOMER L. FORSYTHE, WHOSE POSTOFFICE ADDRESS IS 21 E. CHURCH STREET, WILLIAMSPORT, MARYLAND. SAID RESIDENT AGENT IS A CITIZEN OF THE STATE OF MARYLAND AND ACTUALLY RESIDES THEREIN.

FIFTH: THE CORPORATION SHALL HAVE THREE DIRECTORS AND GEORGE S. McMILLAN, RAYMOND M. MUMMERT AND ROBERT K. BOWERS SHALL ACT AS SUCH UNTIL THE FIRST ANNUAL MEETING OR UNTIL THEIR SUCCESSORS ARE DULY CHOSEN AND QUALIFIED; THE DIRECTORS SHALL BE ELECTED EACH YEAR AT AN ANNUAL MEETING OF THE MEMBERSHIP; THE FIRST ANNUAL MEETING OF THE MEMBERSHIP FOR THE ELECTION OF A BOARD OF DIRECTORS SHALL BE HELD ON OR BEFORE THE FIRST MONDAY OF SEPTEMBER A. D., 1958.

SIXTH: THE NUMBER OF DIRECTORS MAY BE CHANGED FROM TIME TO TIME AT ANY ANNUAL MEETING OF THE MEMBERSHIP PROVIDED THAT THE NUMBER OF DIRECTORS SHALL NEVER BE LESS THAN THREE NOR MORE THAN FIFTEEN.

SEVENTH: THERE WILL BE NO CAPITAL STOCK ISSUED BY THE CORPORATION AND NO PART OF THE INCOME OR EARNINGS OF THE CORPORATION, IF ANY, SHALL INURE TO THE BENEFIT OF OR BE DISTRIBUTED TO ANY PRIVATE INDIVIDUAL OR MEMBER.

EIGHTH: THE PRIVILEGES OF MEMBERSHIP IN THE CORPORATION SHALL BE EXTENDED TO ALL MEMBERS OF THE CONOCOCHIEGUE TRIBE No. 84 IMPROVED ORDER OF RED MEN IN GOOD STANDING AND WHO ARE IN SYMPATHY WITH THE OBJECTS AND PURPOSES OF THIS CORPORATION SUBJECT TO SUCH QUALIFICATIONS AS MAY BE FROM TIME TO TIME PROVIDED IN THE BY-LAWS, AND THE DIRECTORS SHALL HAVE AUTHORITY TO PROVIDE AND ESTABLISH APPROPRIATE RULES AND REGULATIONS TO GOVERN SUCH MEMBERSHIP.

NINTH: THE ANNUAL MEMBERSHIP MEETING OF THE CORPORATION SHALL BE HELD ON OR BEFORE THE FIRST MONDAY OF SEPTEMBER IN EACH YEAR AT EIGHT O'CLOCK P. M., AT WHICH MEETING ALL PERSONS ENROLLED AS MEMBERS ON THE REGISTRATION BOOKS OF THE CORPORATION FOR THE PERIOD OF THIRTY DAYS PRIOR THERETO SHALL BE ENTITLED TO VOTE AND EXERCISE THE PRIVILEGES OF MEMBERSHIP. NOTICE OF THE ANNUAL MEETING SHALL BE GIVEN EITHER BY ADVERTISEMENTS IN THE DAILY MAIL AND MORNING HERALD, NEWSPAPERS PUBLISHED IN WASHINGTON COUNTY, MARYLAND, OR BY A POSTAL CARD OR LETTER MAILED PREPAID TO EACH MEMBER OF THE CORPORATION AT LEAST FIFTEEN DAYS PRIOR TO THE HOLDING OF THE SAID MEETING. AT ANY SUCH ANNUAL MEETING TEN MEMBERS SHALL CONSTITUTE A QUORUM.

TENTH: THE FOLLOWING SHALL BE THE FIRST MEMBERS OF THE CORPORATION; ROBERT MILLER, JOHN GRAY, RALPH COTTRILL, DANIEL BOVEY, WALTER HUFF, THEODORE FRITZ, WILLIAM R. ROCKWELL, ALTON R. GARMONG, JOSEPH SOCKS, W. ALLISON SPEAKER, CHARLES HARBAUGH, WILLIAM TURNER, RICHARD D. CLINE, ELLSWORTH RENNER,

WILLIAM BANZHOFF, PAUL HIGGINS, PHILLIP HIGGINS, JESSE SHANK, CHARLES O. MYERS, MERLE WHITTINGTON, REARDON McCARDELL, ERNEST McALLISTER, NORMAN BOWERS, WILLIAM CLINE, JOHN SPANGLER, JR., GEORGE S. McMILLAN, RAYMOND M. MUMMERT AND ROBERT K. BOWERS, AND HOMER L. FORSYTHE.

ELEVENTH: THE DIRECTORS SHALL ORGANIZE BY ELECTING A PRESIDENT, VICE-PRESIDENT, SECRETARY, AND TREASURER, AND SHALL APPOINT SUCH OTHER OFFICERS AND COMMITTEES AS A MAJORITY OF THE DIRECTORS MAY DEEM NECESSARY AND PROPER. THE DIRECTORS SHALL HAVE AUTHORITY TO ADOPT FROM TIME TO TIME SUCH BY-LAWS NOT INCONSISTENT WITH THESE ARTICLES OF INCORPORATION AS THEY MAY DEEM PROPER FOR THE PROMOTION OF THE PURPOSES AND OBJECTS FOR WHICH THIS CORPORATION IS FORMED.

TWELFTH: THE DURATION OF THIS CORPORATION SHALL BE PERPETUAL.

IN WITNESS WHEREOF, WE HAVE SIGNED THESE ARTICLES OF INCORPORATION ON THE 13th DAY OF September A. D., 1957.

WITNESS:

Charles H. Byers As To George S. McMillan
CHARLES H. BYERS GEORGE S. McMILLAN
Charles E. Brown, Jr. As To Raymond M. Mummert
CHARLES E. BROWN, JR. RAYMOND M. MUMMERT
Ethel Forsythe As To Robert K. Bowers
ETHEL FORSYTHE ROBERT K. BOWERS

STATE OF MARYLAND, WASHINGTON COUNTY, TO-WIT:

I HEREBY CERTIFY, THAT ON THE 13th DAY OF September A. D., 1957, BEFORE ME, THE SUBSCRIBER, A NOTARY PUBLIC IN AND FOR THE COUNTY AFORESAID, PERSONALLY APPEARED GEORGE S. McMILLAN, RAYMOND M. MUMMERT AND ROBERT K. BOWERS AND SEVERALLY ACKNOWLEDGED THE AFOREGOING ARTICLES OF INCORPORATION TO BE THEIR ACT.

WITNESS MY HAND AND NOTARIAL SEAL THE DAY AND YEAR LAST ABOVE WRITTEN.



MY COMMISSION EXPIRES:

May 4th 1959

F. Rollin McCardell
NOTARY PUBLIC
F. ROLLIN McCARDELL

ARTICLES OF INCORPORATION
OF
CONOCOCHIEGUE TRIBE NO. 84 IMPROVED ORDER OF RED MEN INC.

approved and received for record by the State Tax Commission of Maryland,

September 18, 1957 at 9:00 o'clock A. M. as in conformity

with law and ordered recorded.

STATE OF MARYLAND
WASHINGTON COUNTY
RECEIVED FOR RECORD

JAN 20 9 14 AM '58

Frederick B. ...
C. MERRILL SNYDER
CLERK

A 10578

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-53, folio 95, one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.

Frederick B. ...
Secretary

Recorded Jan. 20, 1958 at 9:14 A. M. Liber 7

ARTICLES OF INCORPORATION
OF
SUPERIOR DAIRY, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Herbert W. McElwee, whose post-office address is 528 Guilford Avenue, Hagerstown, Maryland, Ruth B. McElwee, whose postoffice address is 528 Guilford Avenue, Hagerstown, Maryland, and Joseph H. McElwee, whose postoffice address is 945 Fairfield Road, Hagerstown, Maryland, all being at least twenty-one years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

SECOND: That the name of the corporation (which is hereinafter called the "Corporation") is:

SUPERIOR DAIRY, INC.

THIRD: The purposes for which the Corporation is formed are as follows:

(a) To produce, purchase, sell, process, distribute and otherwise deal in milk, cream and other dairy products, including the manufacturing, purchasing, selling and distribution of ice cream, cheese, butter and other food products from milk, cream and other dairy and incidental products of every kind and character.

(b) To manufacture, purchase, lease or otherwise acquire, hold, mortgage, pledge, sell, transfer, or in any manner encumber or dispose of goods, wares, merchandise, implements, and other personal property or equipment of every kind.

(c) To purchase, lease or otherwise acquire, hold, develop, improve, mortgage, sell, exchange, let, or in any manner encumber or dispose of real property wherever situated.

(d) To carry on and transact, for itself or for account of others, the business of general merchants, general brokers, general agents, manufacturers,

buyers and sellers of, dealers in, importers and exporters of natural products, raw materials, manufactured products and marketable goods, wares and merchandise of every description.

(c) To purchase, lease or otherwise acquire, all or any part of the property, rights, businesses, contracts, good-will, franchises and assets of every kind, of any corporation, co-partnership or individual (including the estate of a decedent), carrying on or having carried on in whole or in part any of the aforesaid businesses or any other businesses that the Corporation may be authorized to carry on, and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof, and to pay for any such property, rights, business, contracts, good-will, franchises or assets by the issue, in accordance with the laws of Maryland, of stock, bonds, or other securities of the Corporation or otherwise.

(f) To apply for, obtain, purchase, or otherwise acquire, any patents, copyrights, licenses, trademarks, tradenames, rights, processes, formulae, and the like, which might be used for any of the purposes of the Corporation; and to use, exercise, develop, grant licenses in respect of, sell and otherwise turn to account, the same.

(g) To purchase or otherwise acquire, hold and reissue or retire shares of its capital stock of any class; and to purchase, hold, sell, assign, transfer, exchange, lease, mortgage, pledge or otherwise dispose of, any shares of stock of, or voting trust certificates for any shares of stock of, or any bonds or other securities or evidences of indebtedness issued or created by, any other corporation or association, organized under the laws of the State of Maryland or of any other state, territory, district, colony or dependency of the United States of America, or of any foreign country; and while the owner or holder of any such shares of stock, voting trust certificates, bonds or other obligations to possess and exercise in respect thereof any and all the rights, powers, and privileges of ownership, including the right to vote on any shares of stock so held or owned; and upon a distribution of the assets or a division of the profits of this Corporation, to distribute any such shares of

stock, voting trust certificates, bonds or other obligations, or the proceeds thereof, among the stockholders of this Corporation.

(h) To guarantee the payment of dividends upon any shares of stock of, or the performance of any contract by, any other corporation or association in which the Corporation has an interest, and to endorse or otherwise guarantee the payment of the principal and interest, or either, of any bonds, debentures, notes, securities or other evidences of indebtedness created or issued by any such other corporation or association.

(i) To loan or advance money with or without security, without limit as to amount; and to borrow or raise money for any of the purposes of the Corporation and to issue bonds, debentures, notes or other obligations of any nature, and in any manner permitted by law, for money so borrowed or in payment for property purchased, or for any other lawful consideration, and to secure the payment thereof and of the interest thereon, by mortgage upon, or pledge or conveyance or assignment in trust of, the whole or any part of the property of the Corporation, real or personal, including contract rights, whether at the time owned or thereafter acquired; and to sell, pledge, discount or otherwise dispose of such bonds, notes, or other obligations of the Corporation for its corporate purposes.

(j) To carry on any of the businesses hereinbefore enumerated for itself, or for account of others, or through others for its own account, and to carry on any other business which may be deemed by it to be calculated, directly or indirectly, to effectuate or facilitate the transaction of the aforesaid objects or businesses, or any of them, or any part thereof, or to enhance the value of its property, business or rights.

(k) To carry out all or any part of the aforesaid purposes, and to conduct its business in all or any of its branches in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries; and to maintain offices and agencies, in any or all states, territories, districts, colonies and dependencies of the United States of America and in foreign countries.

The foregoing enumeration of the purposes, objects and business of the Corporation is made in furtherance, and not in limitation, of the powers conferred upon the Corporation by law, and is not intended, by the mention of any particular purpose, object or business, in any manner to limit or restrict the generality of any other purpose, object or business mentioned, or to limit or restrict any of the powers of the Corporation. The Corporation is formed upon the articles, conditions and provisions herein expressed, and subject in all particulars to the limitations relative to corporations which are contained in the general laws of this State.

FOURTH: The postoffice address of the principal office of the Corporation in this State is 201 Reynolds Avenue, Hagerstown, Maryland. The resident agent of the Corporation is Herbert W. McElwee, whose postoffice address is 528 Guilford Avenue, Hagerstown, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock which the corporation has authority to issue is four thousand (4,000) shares of the par value of One Hundred (\$100.00) Dollars each, all of which shares are of one class and are designated common stock. The aggregate par value of all such shares is Four Hundred Thousand (\$400,000.00) Dollars.

SIXTH: The Corporation shall have three directors and Herbert W. McElwee, Ruth B. McElwee and Joseph H. McElwee shall act as such until the first annual meeting, or until their successors are duly chosen and qualify.

SEVENTH: The following provisions are hereby adopted for the purpose of defining, limiting and regulating the powers of the Corporation and of the directors and stockholders:

(a) The Board of Directors of the Corporation is hereby empowered to authorize the issuance from time to time of shares of its stock, with or without par value, of any class, and securities convertible into shares of its stock, with or without par value, of any class, for such considerations as said Board of Directors may deem advisable, irrespective of the value or amount of such considerations, but subject to such limitations and restrictions,

if any, as may be set forth in the By-laws of the Corporation.

(b) No contract or other transaction between this Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any directors individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any director of this Corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation, which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

(c) The Board of Directors shall have power, from time to time, to fix and determine and to vary the amount of working capital of the Corporation; to determine whether any, and, if any, what part, or the surplus of the Corporation or of the net profits arising from its business shall be declared in dividends and paid to stockholders, subject, however, to the provisions of the charter, and to direct and determine the use and disposition of any of such surplus or net profits. The Board of Directors may in its discretion use and apply any of such surplus or net profits in purchasing or acquiring any of the shares of the stock of the Corporation, or any of its bonds or other evidences of indebtedness, to such extent and in such manner and upon such lawful terms as the Board of Directors shall deem expedient.

(d) The Corporation reserves the right to make from time to time any amendments of its charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock by classification, re-classification or otherwise, but no such amendment which changes the terms of any of the outstanding stock shall be valid unless such

change of terms shall have been authorized by the holders of four-fifths of all of such stock at the time outstanding, by vote at a meeting or in writing with or without a meeting.

(e) No holders of stock of the Corporation, of whatever class, shall have any preferential right of subscription to any shares of any class or to any securities convertible into shares of stock of the Corporation, nor any right of subscription to any thereof other than such, if any, as the Board of Directors in its discretion may determine, and at such price as the Board of Directors in its discretion may fix; and any shares or convertible securities which the Board of Directors may determine to offer for subscription to the holders of stock may, as said Board of Directors shall determine, be offered to holders of any class or classes of stock at the time existing to the exclusion of holders of any or all other classes at the time existing.

(f) Notwithstanding any provision of law requiring any action to be taken or authorized by the affirmative vote of the holders of a designated proportion of the shares of stock of the Corporation, or to be otherwise taken or authorized by vote of the stockholders, such action shall be effective and valid if taken or authorized by the affirmative vote of a majority of the total number of votes entitled to be cast thereon, except as otherwise provided in this charter.

(g) The Board of Directors shall have power, subject to any limitations or restrictions herein set forth or imposed by law, to classify or reclassify any unissued shares of stock, whether now or hereafter authorized, by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of, and the conversion rights of, such shares.

(h) The Board of Directors shall have power to declare and authorize the payment of stock dividends, whether or not payable in stock of one class to holders of stock of another class or classes; and shall have authority to exercise, without a vote of stockholders, all powers of the Corporation,

whether conferred by law or by these articles, to purchase, lease or otherwise acquire the business, assets or franchises, in whole or in part, of other corporations or unincorporated business entities.

(i) The Board of Directors of the Corporation is hereby empowered to authorize the issuance of Two Thousand Five Hundred (2,500) fully paid and non-assessable shares of the par value of One Hundred (\$100.00) Dollars each of the common capital stock of the Corporation to Herbert W. McElwee, trading as Superior Dairy, for the following consideration, to-wit:-

All property and assets as an entirety of the dairy business owned by Herbert W. McElwee and now conducted by him in the City of Hagerstown, Maryland, under the tradename of "Superior Dairy", including the real estate with the improvements thereon, situated on the South side of Reynolds Avenue, between and also fronting on Maryland Avenue and Chestnut Street, in said City of Hagerstown, all equipment, machinery, fixtures and supplies of every description used in connection with said business and located on the aforesaid premises, all stock in trade, manufactured products and raw materials, all motor vehicles used in the conduct of said business, all accounts receivable and cash on hand, tradenames and marks, and the good-will of said business; the Corporation to take over said business as a going concern and to pay or assume the payment of all of the debts and liabilities of said business as shown by the books thereof on the day that title to said property and assets is acquired by the corporation.

The actual value of said consideration hereby fixed by the incorporators is not less than Two Hundred Fifty Thousand (\$250,000.00) Dollars.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 23rd day of September, 1957.

Herbert W. McElwee
Herbert W. McElwee

Ruth B. McElwee
Ruth B. McElwee

Joseph H. McElwee
Joseph H. McElwee

WITNESS:

Gladys I. Kuhn
Gladys I. Kuhn.

STATE OF MARYLAND, WASHINGTON COUNTY, TO-WIT:-

THIS IS TO CERTIFY, that on this 23rd day of September, 1957, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County aforesaid, personally appeared Herbert W. McElwee, Ruth B. McElwee and Joseph H. McElwee, and severally acknowledged the foregoing Articles of Incorporation to be their respective act.



WITNESS my hand and Notarial Seal, the day and year last above

written.

Gladys F. Kuhn
Gladys F. Kuhn,
Notary Public.

ARTICLES OF INCORPORATION
OF
SUPERIOR DAIRY, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

JAN 20 9 14 AM '58

Superior Dairy, Inc.
LAND RECORDS DIVISION
G. MERLIN SAWYER
CLERK

approved and received for record by the State Tax Commission of Maryland,
September 23, 1957 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 10645

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-53, folio 473, one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$ 80.00 Recording fee paid \$ 16.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.

[Signature]
Secretary

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION

OF

BOONSBORO BANK OF BOONSBORO, WASHINGTON COUNTY, MARYLAND

THIS IS TO CERTIFY, that at meetings of the Board of Directors of the Boonsboro Bank of Boonsboro, Washington County, Maryland duly called and held on March 26, 1957, December 6, 1957 and December 13, 1957, at which meetings more than a majority of said Board was present, motions were duly made, seconded and unanimously carried that the Board of Directors of said Bank recommended to the Stockholders of said Bank that the common capital stock of the Boonsboro Bank of Boonsboro, Washington County, Maryland be increased from 5000 shares of the par value of \$10.00 each to 7,500 shares of the par value of \$10.00 each and that the increased amount be distributed to Stockholders of record as of December 15, 1957 by way of a stock dividend; that no fractional shares be issued, but that all such fractional shares shall be issued to a trustee or trustees and the beneficial owners of such fractional shares shall have until June 30, 1958 to buy or sell fractions and all fractions not disposed of by such date and transferred on the books of the Corporation be sold at public auction after due notice thereof by publication in a newspaper or newspapers of general circulation in Washington County, Maryland and the net proceeds to be distributed to the beneficial owners of such fractions; and that the certificate of Incorporation be amended to effect the foregoing and that the Stockholders be notified that said recommendation will be considered at the regular annual meeting of the Stockholders to be held on the 10th day of January, A.D., 1958 at which time said Stockholders will take such action thereon as maybe deemed by them proper in the premises.

That pursuant to the regular notice of the annual meeting of the Stockholders sent to all of the Stockholders of said Bank and setting forth therein that one of the objects of the meeting would be to take action on the aforementioned action of the Board of Directors, that the regular meeting of the Stockholders of the Boonsboro Bank of Boonsboro, Washington County, Maryland was duly held on the 10th day of January, A.D., 1958, at which the holders of more than two-thirds of the stock of the Corporation outstanding and entitled to vote were present; that at said meeting the afore-

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mentioned recommendation of the Board of Directors was duly read to the Stockholders and by them considered; that thereupon, on motion duly made, seconded, and unanimously carried, it was resolved that the aforesaid recommendations of the Board of Directors of said Bank be and the same are hereby approved and adopted and that the section of the Articles of Incorporation of the Boonsboro Bank of Boonsboro, Washington County, Maryland as follows:

ARTICLE 4. The total amount of the capital stock of the Boonsboro Bank of Boonsboro, Washington County, Maryland shall be \$75,000.00 and shall be comprised of two classes: First, \$25,000.00 of preferred stock divided into 2,500 shares of the par value of \$10.00, and Second, \$50,000.00 of common stock divided into 5000 shares of the par value of \$10.00 each, be and the same is hereby changed to read as follows:


ARTICLE 4. The total amount of the capital stock of the Boonsboro Bank of Boonsboro, Washington County, Maryland shall be \$75,000.00 divided into 7,500 shares of the par value of \$10.00 each.


That the additional shares hereinabove authorized by this Amendment totaling 2,500 shares shall be distributed as a stock dividend to Stockholders of record of December 15, 1957, and that no fractional shares be issued, but that all such fractions shall be issued to a trustee or trustees and the beneficial owners of fractional shares shall have until June 30, 1958, to buy or sell such fractions and all fractions not bought or sold by such date and transferred on the books of the Corporation be sold at public auction after due notice thereof by publication in a newspaper or newspapers of general circulation in Washington County, Maryland and the net proceeds to be distributed to the beneficial owners of such fractions.

That at said meeting of the Stockholders it was further resolved that a certificate be executed by the proper officers, as is hereby done, setting forth the amendment to the Articles of Incorporation and that such further action be taken in the premises by the proper officers as may be requisite to render said Amendment effectual.

IN WITNESS WHEREOF, Stanley P. F. Kline and J. Wesley Deavers, President and Cashier respectively of the Boonsboro Bank of Boonsboro, Washington County, Maryland have hereunto affixed their signatures this 17th day of January, A.D., 1958, and

certify that the foregoing resolutions were passed as above set 469
forth and said President and Cashier have further acknowledged
this Certificate of Amendment for and on behalf of said
Corporation.


Stanley P. F. Kline, President
of Boonsboro Bank of Boonsboro,
Washington County, Maryland


J. Wesley Deaves, Cashier of
Boonsboro Bank of Boonsboro,
Washington County, Maryland

STATE OF MARYLAND, WASHINGTON COUNTY, To-Wit:-

I HEREBY CERTIFY, That on this 17th day of January, A.D.,
1958, before me, the subscriber, a Notary Public in and for the
State and County aforesaid, personally appeared Stanley P. F. Kline
and J. Wesley Deaves, President and Cashier respectively of the
Boonsboro Bank of Boonsboro, Washington County, Maryland, who
did each acknowledge the foregoing Articles of Amendment as the act
and deed of said Corporation.


Witness my hand and official Notarial Seal.

My Commission Expires:
May 4, 1959


Geraldine Ford Moser
Notary Public

I do hereby approve the foregoing Certificate of Amendment
to the Articles of Incorporation of the Boonsboro Bank of Boonsboro
Washington County, Maryland.

As Witness my hand this 21st day of January, A.D., 1958.


John D. Hospelhorn, Deputy Bank Com.
(Acting in the absence of the Bank
Commissioner)

Recorded April 10, 1958 at 12:05 P.M. Liber 7

ARTICLES OF INCORPORATION
OF
WEST END LITTLE LEAGUE OF HAGERSTOWN, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, R. Jack Riffie, whose post office address is 635 George Street, Hagerstown, Maryland, Roy T. Miller, whose address is 98 Park Avenue, Hagerstown, Maryland, and V. Kemp Wilkes, whose address is 1012 Salem Avenue, Hagerstown, Maryland, all being at least twenty-one years of age, do under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation by the execution and filing of these articles.

SECOND: That the name of the corporation (which is hereinafter called the "Corporation") is WEST END LITTLE LEAGUE OF HAGERSTOWN, INC.

THIRD: The purposes for which the Corporation is formed are as follows:

To organize and operate an association exclusively for educational and recreational purposes, no part of the net earnings of which is to inure to the benefit of any member, shareholder or other individual.

For the general purposes aforesaid, and limited to those purposes, the Corporation shall have the following powers and purposes:

(a) To promote and provide supervised competitive baseball games and contests; to teach and implant firmly in the boys of the community the ideals of good sportsmanship, honesty, loyalty, courage and reverence, so that said boys may be finer, stronger and happier and will grow to be good, clean, healthy men; to purchase or lease, and to maintain and operate buildings, playing fields or other structures as incidental to the above purposes, and to sell, lease, mortgage or otherwise dispose of the same.

FOURTH: The post office address of the principal office of the Corporation in this State is 635 George Street, Hagerstown, Maryland. The resident agent of the Corporation is R. Jack Riffie, whose post office address is 635 George Street,

Hagerstown, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation is not authorized to issue any capital stock. The following shall be the first members of the Corporation: R. Jack Riffée, Roy T. Miller and V. Kemp Wilkes. Members may resign or be removed, vacancies may be filled and additional members elected, as provided in the By-Laws, which may prescribe different classes of members and prescribe the powers and duties of each class.

SIXTH: The number of directors of the Corporation shall be three (3) which number may be increased or decreased pursuant to the By-Laws of the Corporation but shall never be less than three (3); and the names of the directors who shall act until the first annual meeting or until their successors are chosen and duly qualified are: R. Jack Riffée, Roy T. Miller and V. Kemp Wilkes.

IN WITNESS WHEREOF, We have signed these Articles of Incorporation on October 10, 1957.

R. Jack Riffée
R. Jack Riffée

Roy T. Miller
Roy T. Miller

WITNESS AS TO ALL:

Norma Jean Mose

V. Kemp Wilkes
V. Kemp Wilkes

STATE OF MARYLAND, WASHINGTON COUNTY, TO-WIT:

I HEREBY CERTIFY, This 10th day of October, A.D., 1957, before me, the subscriber, a Notary Public of the State of Maryland, in and for Washington County, personally appeared R. Jack Riffée, Roy T. Miller and V. Kemp Wilkes and severally acknowledged the foregoing Articles of Incorporation to be their respective act.

WITNESS my hand and official Notarial Seal the day and date last above written.



Norma Jean Mose
Norma Jean Mose
Notary Public
My Commission Expires: 5/4/59

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ARTICLES OF INCORPORATION

OF

WEST END LITTLE LEAGUE OF HAGERSTOWN, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
APR 10 12 05 PM '58
LIBER F-56
LAND-C/MORRIS-C/SALLEN
G. MERLIN SNEYDER
CLERK

approved and recorded for record by the State Tax Commission of Maryland,
October 11, 1957 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 10824

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-56, folio 135, one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.

[Signature]
Secretary

HIDDEN VALLEY HUNTING CLUB, INC.

ARTICLES OF INCORPORATION

THIS IS TO CERTIFY:

FIRST: That we, the undersigned, John E. Fager, whose post office address is 130 Patrick Road, Hagerstown, Maryland, Edward A. Deal, whose post office address is Hagerstown, Maryland, and Milton H. Vaughn, whose post office address is Hagerstown, Maryland, each being at least 21 years of age, do hereby associate ourselves as incorporators, with the intention of forming a corporation under the General Laws of the State of Maryland.

SECOND: The name of the corporation (which is hereinafter called the Corporation) is: *HIDDEN VALLEY HUNTING CLUB, INC.*

THIRD: The purposes for which the corporation is formed are as follows:

- (a) To cultivate social intercourse among the members.
- (b) To plan for the protection of fish and game, and promote the good sportsmanship in hunting and fishing among the members and the public generally.
- (c) To assist in enforcing the laws protecting fish and game.
- (d) To erect, equip, rent, lease, operate and manage one or more club houses for the benefit of members.
- (e) To purchase, sell, mortgage, lease, improve, invest and deal in real estate, wheresoever situated, and to construct, equip, operate, lease, rent, hire and manage buildings and land of every kind and description.
- (f) The Corporation is not organized for gain or profit, and no part of any net earnings thereof shall enure to the benefit of any member or any other individual, except upon liquidation or dissolution of the Corporation, in which event any assets of the Corporation shall be divided equally among the members in good standing at the time of such liquidation or dissolution.

FOURTH: The post office address of the principal office of the Corporation in this State is: 130 Patrick Road, Hagerstown, Maryland. The name and post office address of the Resident Agent of the Corporation in this State will be: John E. Fager, 130 Patrick Road, Hagerstown, Maryland; said Resident Agent is an individual actually residing in this State.

FIFTH: The Corporation formed hereby shall have no capital

stock and shall be composed of Members rather than Stockholders, and any person eligible and elected pursuant to the constitution and by-laws of the Corporation shall become a member thereof. The By-Laws shall determine when membership in the Corporation shall cease.

SIXTH: The Corporation shall have a Board of Directors, which number may be increased or decreased pursuant to the by-laws of the Corporation, but shall never be less than three, nor more than nine; the names of the directors who shall act until the first annual meeting, or until their successors are duly chosen and qualify, are: John E. Fager, Milton H. Vaughn, Edward Deal, Richard C. Castle, Allen V. Davis, Richard Cadoni, Robert Foulk and Delbert W. Strobridge.

The Directors shall be elected by the membership of the Corporation under the conditions as prescribed by the by-laws of this Association adopted by the members and/or the Board of Directors.

SEVENTH: The management of the property, business and affairs of the Corporation shall be vested in the Board of Directors, who shall dictate its general policy, and, subject to any provisions of Statute, determine all matters and questions pertaining to its business and affairs.

EIGHTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation on this 18th day of October, A. D. 1957.

John E. Fager
John E. Fager

Edward A. Deal
Edward A. Deal

Milton H. Vaughn
Milton H. Vaughn

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 18th day of October, 1957, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared John E. Fager, Edward A. Deal and Milton H. Vaughn and severally acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and Notarial Seal the day and year last above written.

Olive R. Shupp
Notary Public

ARTICLES OF INCORPORATION
OF
HIDDEN VALLEY HUNTING CLUB, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
APR 10 12 05 PM '58
LIBER FOLIO
LAWD G/MORTG C/SALEEE
C. MERLIN SNYDER
CLERK

approved and received for record by the State Tax Commission of Maryland,
October 21, 1957 at 9:00 o'clock A.M. as in conformity
with law and ordered recorded.

A 10904

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-56, folio 536, one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.

Robert W. Ward
Secretary

Recorded April 10, 1958 at 12:05 P.M Liber 7

ARTICLES OF INCORPORATION
OF
THE INTERNATIONAL ASSOCIATION
OF
APPROVED BASKETBALL OFFICIALS,
INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Stewart C. Paxton, whose post office address is Hagerstown, Maryland; Bruce C. Lightner, whose post office address is Hagerstown, Maryland; and Thomas J. Carrigan, whose post office address is Hartford, Connecticut, all being of full legal age, do, under and by virtue of the General Laws of the State of Maryland authorizing the formation of corporations, associate ourselves with the intention of forming a corporation.

SECOND: The name of the corporation (which is hereinafter called the "Corporation") is: "THE INTERNATIONAL ASSOCIATION OF APPROVED BASKETBALL OFFICIALS, INC."

THIRD: The purposes for which the Corporation is formed are as follows:

- (a) To promote the welfare of the game of basketball, its players, and officials;
- (b) To maintain the highest standard of basketball officiating;
- (c) To encourage the spirit of fair play and sportsmanship;
- (d) To have available at all times an adequate number of thoroughly trained and capable officials;
- (e) To cooperate with all organizations officially connected with the game of basketball in furthering its interests and ideals.
- (f) For the purposes aforesaid, to take over the assets, rights and franchises of the unincorporated association, known as The International Association of Approved Basketball Officials, and its members.
- (g) To do all such things as are incidental or conducive to the attainment of the above objects, including the engaging in

or carrying on of any other business which may be conveniently conducted in conjunction therewith.

h. To manufacture, purchase or otherwise acquire, own, mortgage, pledge, sell, assign and transfer or otherwise dispose of, to invest, trade, deal in and deal with, goods, wares and merchandise, and real and personal property of every class and description wheresoever situated.

FOURTH: The post office address of the place at which the principal office of the Corporation in this State will be located is: Hagerstown, Maryland. The resident agent of the Corporation is: Stewart C. Paxton, P. O. Box 468, Hagerstown, Maryland. Said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The Corporation is formed without capital stock for mutual purposes, and non-profit, and any person eligible under the by-laws of the Corporation shall become a member thereof upon payment of such sum and at such time as may be set forth in the by-laws.

SIXTH: The number of directors of the Corporation shall be sixteen. The following persons shall act as directors of the Corporation until the first annual meeting, or until their successors are duly elected by the membership of the Corporation as defined in the by-laws of the Corporation: Dr. Frank P. Maguire, Lloyd S. Cochran, Thomas J. Carrigan, Tony Pianowski, Herman Hoskins, Stewart C. Paxton, John A. Baker, John R. Clark, Hugh B. Conrad, Peter W. Dileo, Clement M. Eyler, Charles Koharian, John P. Nucatola, Richard D. Roberts, Roger J. Sheridan, and Frank Soden.

SEVENTH: The duration of the Corporation shall be perpetual.

IN WITNESS WHEREOF, we, Stewart C. Paxton, Bruce C. Lightner, and Thomas J. Carrigan, being all of the incorporators hereinabove named, have hereunto set our respective hands and seals

this 2nd day of October, A. D., 1957.

Witness:

Stanley B. Hughes

Stewart C. Paxton (SEAL)
Stewart C. Paxton

Stanley B. Hughes

Bruce C. Lightner (SEAL)
Bruce C. Lightner

Ross Anderson

Thomas J. Carrigan (SEAL)
Thomas J. Carrigan

STATE OF MARYLAND, WASHINGTON COUNTY, To-wit:-

I HEREBY CERTIFY, That on this 2 day of October, A.D., 1957, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Stewart C. Paxton and Bruce C. Lightner, and each acknowledged the foregoing Articles of Incorporation to be their act.

WITNESS my hand and official Notarial Seal.

Stanley B. Hughes
Notary Public



STATE OF CONNECTICUT, Hartford COUNTY, To-wit:-

I HEREBY CERTIFY, That on this 7th day of October, A.D., 1957, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Thomas J. Carrigan, and did acknowledge the foregoing Articles of Incorporation to be his act.

WITNESS my hand and official Notarial Seal.

Charles E. [Signature]
Notary Public

My Commission Expires April 1958



ARTICLES OF INCORPORATION

OF

THE INTERNATIONAL ASSOCIATION OF APPROVED BASKETBALL OFFICIALS, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
APR 10 12 05 PM '58
LIBER
FOLIO
G. MERLIN SWYDER
CLERK

approved and received for record by the State Tax Commission of Maryland,

October 31, 1957 at 9:00 o'clock A. M. as in conformity

with law and ordered recorded.

A 11008

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-57, folio 513, one of the Charter Records of the State Tax Commission of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon, has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.

Robert W. Ward
Secretary

Recorded April 10, 1958 at 12:05 P.M. Liber 7
ARTICLES OF INCORPORATION

FEARNOW & CLINE, INC.

THIS IS TO CERTIFY:

FIRST: That we, the subscribers, Lloyd K. Fearnow, whose Post Office address is 103 King Street, Hagerstown, Washington County, Maryland, Elmer T. Cline, whose Post Office address is 844 Rose Hill Avenue, Hagerstown, Washington County, Maryland, Robert W. Cline, whose Post Office address is 1624 Howell Road, Hagerstown, Washington County, Maryland, and Wayne E. Kiser, whose Post Office address is 840 Kenly Avenue, Hagerstown, Washington County, Maryland, each of whom are at least 21 years of age, do hereby, under and by virtue of the General Laws of the State of Maryland authorizing the formation of Corporations, associate ourselves for the purpose and with the intention of forming a Corporation.

SECOND: That the name of the Corporation is:

FEARNOW & CLINE, INC.

THIRD: That the purposes for which the Corporation is formed and the business or objects to be carried on and promoted by it are as follows:

(a) To exercise all or any of the general powers conferred upon Corporations by the General Laws of Maryland (and without in any way limiting the right to exercise such general powers,) and in addition thereto.

(b) To buy, sell, store, exchange, distribute, produce, fabricate, manufacture, alter, install, service, repair, rebuild and otherwise, in any and every way, acquire, dispose of and deal in and with farm machinery, appliances and equipment, dairy machinery, appliances and equipment, plumbing and heating machinery, appliances and equipment, electrical machinery, appliances and equipment, household machinery, appliances and equipment and motor vehicles, motor trucks, and motor vehicle machinery, appliances and equipment, of any and every kind, nature and description

and any and all machinery, equipment, appliances, hardware, materials, parts, tools, fixtures, accessories and supplies and other personal property of whatever nature reasonably necessary or incidental thereto; and to do any and all other things and to carry on any and all other businesses incidental to or ordinarily conducted and carried on in and about the business of general merchants; and to conduct any of the business of the Corporation at wholesale or retail.

(c) To carry on and transact for itself or for account of others the business of general merchants or dealers in natural products, raw materials, manufactured products and marketable goods, wares and merchandise of every description.

(d) To purchase, lease or otherwise acquire all or any part of the capital stock, property, rights, businesses, contracts, good-will, franchises and assets of every kind of any Corporation, co-partnership or individual carrying on or having carried on in whole or in part any business that the Corporation may be authorized to carry on and to undertake, guarantee, assume and pay the indebtedness and liabilities thereof.

(e) To apply for, obtain, purchase, or otherwise acquire any letters patent, copyrights, licenses, trademarks, tradenames, rights, processes, formulae and the like which may be used for or incidental to any of the purposes of the Corporation; and to use, exercise, develop, grant licenses in respect of, sell, or otherwise dispose of and deal in the same.

FOURTH: The Post Office address of the principal office of the Corporation in this State will be at the corner of East First Street and Kuhn Avenue in Hagerstown, Washington County, Maryland. The resident agent of the Corporation is Lloyd K. Fearnow, whose Post Office address is 103 King Street, Hagerstown, Washington County, Maryland; said resident agent is a citizen of the State of Maryland and actually resides therein.

FIFTH: The total number of shares of stock which the Corporation has authority to issue is Ten Thousand (10,000) shares, all

of which shall be common stock, having a par value of Ten (\$10.00) Dollars each; the aggregate par value of all of said shares is One Hundred Thousand (\$100,000.00) Dollars.

SIXTH: The shares of such stock shall be non-assessable and each share thereof shall be entitled to one vote in all meetings of the stockholders of the Corporation. Dividends may be declared thereon by the Board of Directors of the Corporation at such time and in such amounts as the Board of Directors may determine, such dividends to be paid from the profits or surplus of the Corporation. In the event of liquidation, dissolution, or winding up of the affairs of the Corporation, whether voluntary or involuntary, the assets shall be distributed ratably among the holders of said stock without priority or preference of any kind or nature.

SEVENTH: The shares of stock of the Corporation shall be transferable only on the books of the Corporation upon surrender of the certificates therefor properly endorsed.

EIGHTH: The Corporation shall have four Directors, and Lloyd K. Fearnow, Elmer T. Cline, Robert W. Cline and Wayne E. Kiser, whose respective Post Office addresses are hereinabove set forth, shall act as such until the first annual meeting of stockholders or until their successors are duly chosen and qualify.

NINTH: The following provisions are hereby adopted for the purpose of defining, limiting, and regulating the powers of the Corporation and of the Directors and Stockholders:

(a) The Board of Directors of the Corporation is hereby authorized and empowered to authorize the issuance from time to time of shares of its stock of any class for such considerations as said Board of Directors may deem advisable, subject to such limitations and restrictions, if any, as may be set forth in the by-laws of the Corporation and according to law.

(b) No contract or other transaction between the Corporation and any other corporation and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the Directors of this Corporation are pecuniarily or otherwise

interested in or are Directors or Officers of such other Corporation; any Director individually or any firm of which any Director may be a member may be a party to or may be pecuniarily or otherwise interested in any contract or transaction of this Corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof; and any Director of this Corporation who is also a Director or Officer of such other Corporation or is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Corporation which shall authorize any such contract or transaction and may vote thereat to authorize any such contract or transaction with like force and effect as if he were not such Director or Officer of such other corporation or not so interested.

(c) At any meeting of the stockholders, any action taken or authorized which, in the absence of this provision, would require a greater proportion of such votes, shall be valid and effective if taken or authorized by a majority of the votes of all classes of stock entitled to be cast.

(d) The Board of Directors may classify or re-classify any unissued shares of stock of the Corporation by fixing or altering in any one or more respects, from time to time before issuance of such shares, the preferences, rights, voting powers, restrictions and qualifications of, the dividends on, the times and prices of redemption of, and the conversion rights of, such shares.

(e) The Corporation reserves the right to make, from time to time, any amendments of its Charter which may now or hereafter be authorized by law, including any amendments changing the terms of any class of its stock, making changes in the rights of stockholders or which make an exchange, re-classification or cancellation of stock or rights of stockholders, whether or not any such amendment alters the contract rights of any outstanding stock as expressly set forth herein. Any such amendment shall be

valid if authorized by the same vote and procedure provided in sub-paragraph (c) of this Paragraph.

(f) That the Board of Directors of the Corporation is hereby authorized to issue unto Lloyd K. Fearnow and Beulah I. Fearnow, his wife, Elmer T. Cline and Ella F. Cline, his wife, Robert W. Cline and Wayne E. Kiser, and/or unto their and each of their nominees or assigns, in such amounts and proportions as they and each of them may determine and decide, Nine Thousand (9,000) shares of the capital stock of the corporation, of the aggregate par value of Ninety Thousand (\$90,000.00) Dollars, for, in consideration of and upon transfer to the Corporation by such deeds, bills of sale and other instruments as may be legally necessary and proper, of (1) all that lot or parcel of land, together with the improvements thereon, and all rights, alleys, ways, waters, privileges, appurtenances and advantages thereunto belonging or in anywise appertaining, situate in Hagerstown, Washington County, Maryland, at the intersection of East First Street and Kuhn Avenue in said Hagerstown, and more particularly described as follows: Being in The Hagerstown Manufacturing, Mining and Land Improvement Company's No. 1 Addition to Hagerstown and being Lots Nos. 1, 2, 3 and 4 of Section 5 of said Addition as shown on a Plat thereof recorded among the Plat Records of said Washington County at folio 13, fronting seventy-five (75) feet, more or less, on Kuhn Avenue, formerly Elm Street, and running back from said Avenue along First Street one hundred fifty (150) feet, more or less, to an alley; and being the same property which was conveyed by Clara C. McDowell, widow, to Lloyd K. Fearnow and Beulah I. Fearnow, his wife, by deed dated July 12, 1945, and recorded in Liber 230, folio 627, one of the Land Records of Washington County; and being also the same property an undivided one-half ($\frac{1}{2}$) interest in which was conveyed by the said Lloyd K. Fearnow and wife to Elmer T. Cline and Ella F. Cline, his wife, by deed dated July 26, 1945, and recorded among said Land Records in Liber 238, folio 566, (2) together with all of the equipment, fixtures, appliances, appurtenances and attachments

thereto and thereon, (3) together with all of the inventory, stock-in-trade, trade fixtures, motor vehicles, machinery, appliances, equipment, parts, hardware, accessories and supplies and all other tangible personal property of every kind now owned by Lloyd K. Fearnow, Elmer T. Cline, Robert W. Cline and Wayne E. Kiser, partners, trading as Fearnow & Cline, and (4) together with all accounts receivable, cash on hand and in bank, suits, claims, demands and choses in action, whether now due or to come due, and all other intangible personal property of every kind now owned by said partnership, but subject to all valid accounts payable, debts, suits, claims, demands and choses in action of every kind, whether now due or to come due, owed by, or made or chargeable against, said partnership, which said obligations the Corporation shall thereupon undertake, assume and be obliged to satisfy and pay.

That in the opinion of the incorporators the present actual fair market value of said consideration is not less than Ninety Thousand (\$90,000.00) Dollars.

Lloyd K. Fearnow
Lloyd K. Fearnow

Elmer T. Cline
Elmer T. Cline

Robert W. Cline
Robert W. Cline

Wayne E. Kiser
Wayne E. Kiser

STATE OF MARYLAND, WASHINGTON COUNTY, To-Wit:-

I HEREBY CERTIFY, That on this 29th day of October, A.D. 1957, before me, the subscriber, a Notary Public in and for the State and County aforesaid, personally appeared Lloyd K. Fearnow, Elmer T. Cline, Robert W. Cline and Wayne E. Kiser, personally known to me to be the persons whose names are subscribed to the foregoing instrument and who did each acknowledge that they executed the same for the purposes therein contained.

WITNESS my hand and official Notarial Seal.



Sarah Jane Cline
Sarah Jane Cline
Notary Public

My Commission Expires:
May 4, 1959

ARTICLES OF INCORPORATION

OF

FEARNOW & CLINE, INC.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
APR 10 12 05 PM '58
LIBERTY
LADY HARRIS / CHASLEE
C. MERLIN SWOEN
CLERK

approved and received for record by the State Tax Commission of Maryland,
October 30, 1957 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 10990

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-57, folio 401, one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$ 20.00 Recording fee paid \$ 14.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.



AS WITNESS my hand and seal of the said Commission at Baltimore.

[Signature]
Secretary

Recorded April 10, 1958 at 12:05 P.M. Liber 7

ROMAN & STROCK, INC.

CHANGE OF RESIDENT AGENT

Pursuant to the provisions of Section 8 of Article 23 of the Annotated Code of Maryland the undersigned Maryland corporation hereby notifies the State Tax Commission of Maryland:

That under a resolution adopted by the Board of Directors on the 11th day of October, A.D., 1957, a certified copy of which is filed herewith the Resident Agent of the Corporation in the State of Maryland has been changed to

E. Rolland Strock,
whose postoffice address is 40 East Avenue, Hagerstown, Maryland. The Resident Agent so designated is an individual actually residing in the State of Maryland.

ROMAN & STROCK, INC.,

By Joseph J. Roman
Joseph J. Roman,
President.

Dated - October 11, 1957.

Upon motion duly made, seconded and unanimously carried; it was

RESOLVED, That E. Rolland Strock be designated the Resident Agent of the Corporation in the place and stead of Evan M. Crossley.

HR)

I HEREBY CERTIFY, That the foregoing resolution was adopted at a special meeting of the Board of Directors of Roman & Stroock, Inc., held on the 11th day of October, A.D., 1957.

E. Rolland Stroock

E. Rolland Stroock,
Secretary.



NOTICE OF CHANGE OF RESIDENT AGENT

OF

ROMAN & STROCK, INC.

October 15, 1957

, at 9:26 A. M.

Folio No. 429 one of

received and recorded in the charter records of the State Tax Commission of Maryland.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
APR 10 12 05 PM '58
LIBER
LAND & CHANCERY
G. MERILL SIMPSON
CLERK

AA N^o 1792

Clerk of the Circuit Court for Washington County

Recording Fee Paid \$4.00

Recorded April 10, 1958 at 12:05 P.M. Liber 7

THE HAGERSTOWN LUMBER COMPANY

ARTICLES OF AMENDMENT

THIS IS TO CERTIFY:

FIRST: That the charter of The Hagerstown Lumber Company, a Maryland corporation having its principal office in Hagerstown, Maryland, hereinafter called the Corporation, be and the same is hereby amended by striking out Section 5 of the Certificate of Incorporation as heretofore filed and inserting in lieu thereof the following:

5. The total authorized capital stock of the corporation is Three Hundred Thousand Dollars (\$300,000.00) divided into two thousand eight hundred (2,800) shares of Preferred Stock of the par value of One Hundred Dollars (\$100.00) each and two thousand (2,000) shares of Common Stock of the par value of Ten Dollars (\$10.00) each. The terms, preferences, voting powers, restrictions and qualifications of each class of stock are as follows:

PREFERRED STOCK

The holders of the Preferred Stock shall be entitled to receive out of the surplus or net profits of the Corporation when and as declared by the Board of Directors, annual dividends at the rate of but not exceeding six per cent per annum, payable in semi-annual installments on March 1 and September 1 in each and every year after the date of issue. The semi-annual dividends on this Preferred Stock shall be paid or declared and set aside before any dividends on the Common Stock shall be paid or declared and set aside and from the date of its issue the dividends on the Preferred Stock shall be cumulative so that if in any year dividends amounting to the full six per cent shall not have been paid on the Preferred Stock, the deficiency shall be paid before any dividends shall be paid or declared as payable and set apart for the Common Stock.

In the event of liquidation, dissolution or winding up of the Corporation (whether voluntary or involuntary) the holders of the issued and outstanding Preferred Stock shall be entitled to receive an amount equivalent to the par value thereof with the accumulated dividends thereon and no more. After distribution shall have been made to the Preferred Stock as herein provided and not prior thereto, the Common Stock of the Corporation shall be entitled to receive the remainder of such capital assets.

The holders of the Preferred Stock shall have no right to vote under any circumstances or in connection with any action taken by the Corporation except as expressly provided by law.

The Corporation shall have the right to redeem the outstanding Preferred Stock in whole or in part at any dividend paying period upon the payment of \$106 per share together with all accumulated but unpaid dividends thereon to the date of redemption provided at least sixty days written notice of its intention to redeem the said Preferred Stock shall be given by the Corporation to the holder or holders of said Preferred Stock to be redeemed mailed to his or their address as it appears upon the books of the Corporation. In event that less than all the outstanding Preferred Stock is to be redeemed the redemption may be effected in such manner as may be prescribed by resolution of the Board of Directors. After any of the outstanding Preferred Stock shall have been called for redemption and the holders thereof duly notified and the funds necessary to effect such redemption have been set aside by the Corporation, the holders thereof shall have no further rights as stockholders of the Corporation, but shall be entitled only upon presentation of the certificate properly endorsed to receive the redemption value thereof as above set forth.

COMMON STOCK

Each share of Common Stock shall entitle the holder of record thereof to one vote in all meetings and proceedings in which action shall be taken by stockholders of the Corporation. The Common Stock shall have exclusive voting rights except as otherwise expressly provided by law.

CONVERSION

The total amount of common capital stock heretofore issued and now outstanding which consists of nine hundred (900) shares of the par value of One Hundred Dollars (\$100.00) each shall be converted into the new Preferred Stock and the new Common Stock

by the exchange of all existing outstanding stock certificates for new certificates of Preferred Stock and Common Stock upon the basis of two (2) shares of Common Stock of the par value of Ten Dollars (\$10.00) each and two (2) shares of Preferred Stock of the par value of One Hundred Dollars (\$100.00) each for each presently outstanding share of common capital stock of the par value of One Hundred Dollars (\$100.00) each.

SECOND: That the Board of Directors of the Corporation at a meeting duly convened and held in Hagerstown, Maryland, on Monday, September 30, 1957, attended by all members of the Board of Directors, duly advised the amendment of the charter of the Corporation as hereinabove set forth by unanimously passing a resolution declaring that said amendment is advisable and calling a meeting of stockholders to take action thereon.

THIRD: That the meeting of stockholders of the Corporation called by the Board of Directors of the Corporation as aforesaid was held at the principal office of the Corporation at No. 700 Frederick Road in Hagerstown, Maryland, on the 21st day of October, 1957, pursuant to a waiver of notice duly setting forth the purpose of the meeting and signed as required by law by all stockholders entitled to notice thereof, and that at said meeting, which was attended in person or by proxy by the holders of all outstanding capital stock of the Corporation, the stockholders by the affirmative vote of all stockholders entitled to vote thereon unanimously adopted and approved the amendment of the charter of the Corporation as hereinabove set forth.

FOURTH: The amendment of the charter of the Corporation as hereinabove set forth was approved by the stockholders of the Corporation at said meeting by the

affirmative vote of more than two-thirds of all the votes entitled to be cast thereon.

FIFTH: The amendment of the charter of the Corporation as hereinabove set forth has been duly advised by the Board of Directors and approved by the stockholders of the Corporation.

SIXTH: (a) The total number of shares of all classes of stock of the Corporation heretofore authorized and the number and par value of the shares of each class are as follows: One thousand (1000) shares of Common Stock of the par value of One Hundred Dollars (\$100.00) each, amounting to One Hundred Thousand Dollars (\$100,000.00), being a total authorized capital stock of the par value of One Hundred Thousand Dollars (\$100,000.00).

(b) That the total number and par value of the shares of authorized capital stock as increased and the number and par value of the shares of each class of said stock are as follows: Two thousand eight hundred (2800) shares of Preferred Stock of the par value of One Hundred Dollars (\$100.00) each amounting to Two Hundred and Eighty Thousand Dollars (\$280,000.00) and two thousand (2000) shares of Common Stock of the par value of Ten Dollars (\$10.00) each amounting to Twenty Thousand Dollars (\$20,000.00), being a total authorized capital stock of the par value of Three Hundred Thousand Dollars (\$300,000.00).

(c) That the preferences, voting powers, restrictions and qualifications of each class of the authorized capital stock as increased are as set forth in Article FIRST hereof.

IN WITNESS WHEREOF, The Hagerstown Lumber Company has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed and attested by its Assistant Secretary on the 22nd day of October, A.D., 1957.

THE HAGERSTOWN LUMBER COMPANY,

By E. Aldine Lakin
E. Aldine Lakin
President.



ATTEST: Lester B. Ridenour
Lester B. Ridenour,
Asst. Secretary.

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on the 22nd day of October, A.D., 1957, before me, the subscriber, a Notary Public of the State of Maryland, in and for the County of Washington, personally appeared E. Aldine Lakin, President of The Hagerstown Lumber Company, a Maryland corporation, and in the name and on behalf of said Corporation acknowledged the foregoing Articles of Amendment to be the corporate act of said Corporation; and at the same time personally appeared Lester B. Ridenour and made oath in due form of law that he was Secretary of the meeting of the stockholders of the said Corporation at which the amendment of the charter of the Corporation therein set forth was approved, and that the matters and facts set forth in said Articles of Amendment are true to the best of his knowledge, information and belief.

WITNESS my hand and notarial seal, the day and year last above written.



Pearl L. Gehr
Pearl L. Gehr,
Notary Public.

ARTICLES OF AMENDMENT
OF

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

APR 10 12 05 PM '58

LIBER FOLIO
C. MERLIN SNYDER
CLERK

THE HAGERSTOWN LUMBER COMPANY

approved and received for record by the State Tax Commission of Maryland,
October 23, 1957 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

99

A 10937

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-57, folio 128, one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$ 40.00 Recording fee paid \$ 10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.



[Handwritten Signature]
Secretary

Recorded April 10, 1958 at 12:05 P.M. Liber 7

THE HAGERSTOWN CABINET COMPANY

ARTICLES OF REVIVAL
(under section 81)

THE HAGERSTOWN CABINET COMPANY, a Maryland corporation having its principal office in Washington County, Maryland (hereinafter called the Corporation), hereby certifies to the State Tax Commission of Maryland, that:

FIRST: The charter of the Corporation was forfeited on October 31, 1956, for the non-payment of taxes or for failure to file an annual report with the State Tax Commission of Maryland, and these Articles of Revival are for the purpose of reviving and reinstating the charter of the Corporation.

SECOND: The name of the Corporation at the time of the forfeiture of its charter was THE HAGERSTOWN CABINET COMPANY.

THIRD: The name by which the Corporation will hereafter be known is THE HAGERSTOWN CABINET COMPANY.

FOURTH: (a) The post office address of the principal office of the Corporation in the State of Maryland is No. 445 West Antietam Street, Hagerstown, Washington County, Maryland, and said principal office is located in the same county in which the principal office of the Corporation was located at the time of the forfeiture of its charter.

(b) The name and post office address of the resident agent of the Corporation in the State of Maryland is E. H. Smead, ^{1166 The Terrace,} ~~448 West Antietam Street,~~ Hagerstown, Washington County, Maryland. Said resident agent is an individual actually residing in this State (or a corporation of this State).

FIFTH: At or prior to the filing of these Articles of Revival, the Corporation has:

- (a) Paid all fees required by law;
- (b) Filed all annual reports which should have been filed by the Corporation if its charter had not been forfeited;
- (c) Paid all State and local taxes (other than taxes on real estate) and all interest and penalties due by the Corporation, irrespective of any period of limitation otherwise prescribed by law affecting the collection of any part of such taxes; and

(d) paid an amount equal to all State and local taxes (other than taxes on real estate) and all interest and penalties which,irrespective of any period of limitation otherwise prescribed by law affecting the collection of any part of such taxes, would have been payable by the corporation if its charter had not been forfeited.

IN WITNESS WHEREOF, The undersigned, who were respectively the last acting President and Treasurer of the Corporation, have signed these Articles of Revival on September 24, 1957.

E. H. Smead
E. H. Smead
Last Acting President
Floyd S. Bennett, jr.
Floyd S. Bennett, jr.
Last Acting Treasurer

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:-

I HEREBY CERTIFY, That on this 24th day of September, 1957, before me, the subscriber, a Notary Public of the State of Maryland in and for the County of Washington, personally appeared E. H. Smead, the last acting president and Floyd S. Bennett, Jr., the last acting Treasurer of THE HAGERSTOWN CABINET COMPANY, a Maryland corporation, and severally acknowledged the foregoing Articles of Revival to be their act.

WITNESS my hand and official Notarial Seal, the day and year last above written.



Catherine C. Borra
Notary Public

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD
APR 10 12 05 PM '58
LIBER
G. MERLIN SMYDER
CLERK

ARTICLES OF REVIVAL
OF
THE HAGERSTOWN CABINET COMPANY

approved and received for record by the State Tax Commission of Maryland,
October 3, 1957 at 9:00 o'clock A. M. as in conformity
with law and ordered recorded.

A 10766

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

Recorded in Liber F-55, folio 336, one of the Charter Records of the State Tax
Commission of Maryland.

Special
Fee
Books paid \$25.00 Recording fee paid \$10.00

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.

[Signature]
Secretary

ROMAN & STROCK, INC.

STOCK ISSUANCE STATEMENT

Roman & Strock, Inc., a Maryland corporation having its principal office in Washington County, Maryland, hereinafter called the Corporation, hereby certifies to the State Tax Commission of Maryland that:

FIRST: The Corporation has authorized the issuance of one hundred fifty-eight (158) fully paid and non-assessable shares of the par value of One Hundred Dollars (\$100.00) per share of capital stock of the Corporation to-wit, seventy-nine (79) shares thereof to Joseph J. Roman and seventy-nine (79) shares thereof to E. Rolland Strock, for the following consideration, namely:

An aggregate consideration or price payable in money of Forty-five Dollars and Five Cents (\$45.05) and partly by the following consideration other than money, the value of which, as determined by the Board of Directors is not less than Fifteen Thousand Eight Hundred Dollars (\$15,800.00):

The conveyance to the Corporation of an improved lot of ground situate on the West side of Memorial Boulevard in Hagerstown, Washington County, Maryland, more particularly described in the deed to the Corporation from Joseph J. Roman and E. Rolland Strock, partners trading as Roman and Strock dated July 12, 1950, and recorded in Liber 260, folio 48, one of the Land Records of Washington County, Maryland, and the assignment and transfer to the Corporation of all right, title and interest of Joseph J. Roman and E. Rolland Strock, partners trading as Roman and Strock, of all the tangible assets of said partnership comprising the neon sign business conducted at No. 347 West Memorial Boulevard, in Hagerstown, Maryland, and including the aforementioned real estate, cash, accounts receivable, loans receivable, inventory, truck, shop equipment, furniture and fixtures and any and all other assets

of said partnership, and subject to all mortgages, accounts payable and other obligations of said partnership.

SECOND: At the time of the authorization of the issuance of such shares of stock there were no shares of stock of any class of the Corporation outstanding and entitled to vote; and the actual value of the consideration received by the Corporation, as determined by the Board of Directors is at least equal to the par value of the shares to be so issued and the issuance of said shares of stock on the terms above set forth was duly authorized by the Board of Directors of the Corporation at a meeting held on July 12, 1950.

IN WITNESS WHEREOF, Roman & Strock, Inc., has caused these presents to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed attested by its Secretary this 11th day of October, A.D., 1957.

ROMAN & STROCK, INC.,

By Joseph J. Roman
Joseph J. Roman, President.



ATTEST: E. Rolland Strock
E. Rolland Strock, Secretary.

STATE OF MARYLAND, WASHINGTON COUNTY, to-wit:

I HEREBY CERTIFY, That on this 11th day of October, A.D., 1957, before me, the subscriber, a Notary Public of the State of Maryland in and for the County of Washington, personally appeared Joseph J. Roman, President of Roman & Strock, Inc., a Maryland corporation, and in the name of and on behalf of said Corporation acknowledged the foregoing Stock Issuance Statement to be the corporate act of said Corporation; and at the same time personally appeared E. Rolland Strock and made oath in due form of law that he was Secretary of the meeting of the Board of Directors of said Corporation at which the issuance of the stock therein mentioned was finally approved and that the matters and facts set forth in said statement are true to the best of his knowledge, information and belief.

WITNESS my hand and notarial seal the day and year last above written.



Pearl L. Gehr
Pearl L. Gehr,
Notary Public.

STOCK ISSUANCE STATEMENT
OF
ROMAN & STROCK, INC.

approved and received for record by the State Tax Commission of Maryland
October 15, 1957 at 9:26 o'clock A. M. as in conformity
with law and ordered recorded.

STATE OF MD.
WASHINGTON COUNTY
RECEIVED FOR RECORD

APR 10 12 35 PM '58
Langston
LIBER FOLIO
LANGSTON MORRIS C/S/ALP
G. MERLIN SNYDER
CLERK

A 10883

APPROVAL RECORDED IN
MINUTES — CORPORATE LEDGER

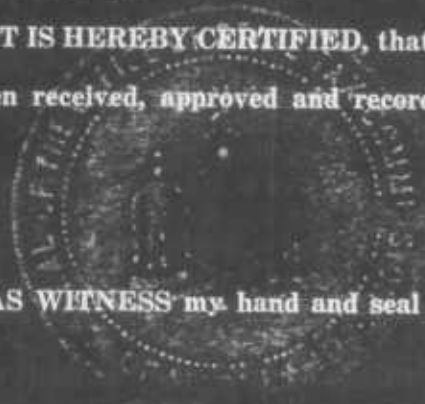
Recorded in Liber F-56, folio 434, one of the Charter Records of the State Tax
Commission of Maryland.

Bonus tax paid \$..... Recording fee paid \$ 10.00.....

To the clerk of the Circuit Court of Washington County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,
has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore.



[Signature]
Secretary